

PHILLIPS PETROLEUM COMPANY

6825 South 5300 West
P.O. Box 851
Price, UT 84501
TEL: (435) 613-9777 FAX: (435) 613-9782

December 19, 2001

Ms. Lisha Cordova State of Utah Division of Oil, Gas and Mining 1594 West North Temple, Suite 1210 Salt Lake City, Utah 84114-5801

RE: Application for Permit to Drill-Utah 27-585, NE/4 NW/4 Sec. 27 T. 16S, R. 08E, SLB & M, Emery County, Utah

Dear Ms. Cordova:

Enclosed is the original of the *Application for Permit to Drill* (APD). Included with the APD is the following information:

Exhibit "A" - Survey Plat of the Proposed Well Site

Exhibit "B" - Proposed Location Map with Pipeline, Power and Road Access

Exhibit "C" - Drilling Site Layout

Exhibit "D" – Drilling Information

Exhibit "E" – Multipoint Surface Use Plan

Exhibit "F" - Typical Road Cross-Section

Exhibit "G" – BOP Diagram

Exhibit "H" - Typical Wellhead Manifold

Exhibit "I" - Evidence of Bond

COPY

CONFIDENTIAL

This proposed well is located more than 660' from the exterior boundary of the Drunkards Wash Federal Unit. Due to topographical constraints, however, the proposed location is outside of the "spacing window" specified by Cause No. 243-1 and will be an exception to location under Utah Administrative Code Rule R649-3-31.3. For the well location, as shown on the APD map 1 of 1, Phillips Petroleum Company is the only "owner" of record for the offset drilling unit in the SW/4 of section 22, T16S, R08E. Therefore, the requirements of an exception location should be satisfied as required under Utah Administrative Code Rule R649-3-3.

Please accept this letter as Phillips Petroleum Company's written request for confidential treatment of all information contained in and pertaining to this permit application, if said information is eligible for such consideration.

Thank you very much for your timely consideration of this application. Please feel free to contact me if you have any questions.

Sincerely,

Jean Semborski

Permitting Analyst

Cc: Mr. Eric Jones, BLM, Moab, Utah

Mr. Chuck Snure, Texaco

Ms. Robin Adams, Dominion Resources

Mr. Don Stephens, BLM, Price, Utah

Ms. Jeanette Borges, PPCo, Denver, CO

Mr. Dave Levanger, Carbon County Planning and Zoning

Mr. Edward Bonner, SITLA

Ms. Deanna Walker, PPCo, Denver, CO

Mr. Mark Jones, DOGM, Price, Utah

PPCo Well File

STATE OF UTAH

	DIVISION O	F OIL, GAS AND MI	NING			
001	5,7,0,0,1	. 0.2, 0.0 7.110 1.11			5. Lease Designation and Seria ML-48215	l Number:
APPL	ICATION FOR PER	RMIT TO DRILL	OR DEEPEN		6. If Indian, Allottee or Tribe Na N/A	me:
1A. Type of Work:	DRILL 🔯	DEEPEN 🗌			7. Unit Agreement Name: N/A	
B. Type of Well: OIL	GAS TO OTHER:	SINGLE ZON	E MULTIPLE ZONE		8. Farm or Lease Name: Utah	
2. Name of Operator:	Phillips Petroleum Co	mpany			9. Well Number: 27-585	
Address and Telephone Number:		D. Box 851 Price, Utal	h 84501 (435) 613-97	77	10. Field or Pool, or Wildcat: Wildcat	
4. Location of Well (Footag At Surface: 220 At Proposed Produc) FNL 1708 FWL		1362008 N 498770 E		11. Qtr/Qtr, Section, Township, NE/4 NW/4 Sect R08E, SLB&M	
	irection from nearest town or post officerthwest of Huntington				12. County: Emery	13. State: UTAH
15. Distance to nearest property or lease line (for	eet): 220°	16. Number of acres in lease: 1878.52			lumber of acres assigned to this w	vell:
18. Distance to nearest we completed, or applied for		19. Proposed Depth: 4080°		1 _	otary or cable tools:	
21. Elevations (show wheth 7127' GR	er DF, RT, GR, etc.):				22. Approximate date work will s May 2002	start:
23.	PROF	POSED CASING AN	D CEMENTING PR	OGR	AM	
SIZE OF HOLE	GRADE, SIZE OF CASING	WEIGHT PER FOOT	SETTING DEPTH		QUANTITY OF	CEMENT
14"	12 3/4"	Conductor	40'			
11"	J-55 8 5/8"	24#/ft	408'	15	8 sks G+2%CaCl+1/4	#/sk flocel
7 7/8"	N-80 5 1/2"	17#/ft	4070'			-2%CaCl+10%extender
				7	6 sks "G" thixtropic	
		<u> </u>				
	ROGRAM: If proposal is to deepen, givenesured and true vertical depths. Given			one. If p	proposal is to drill or deepen direc	tionally, give pertinent data on

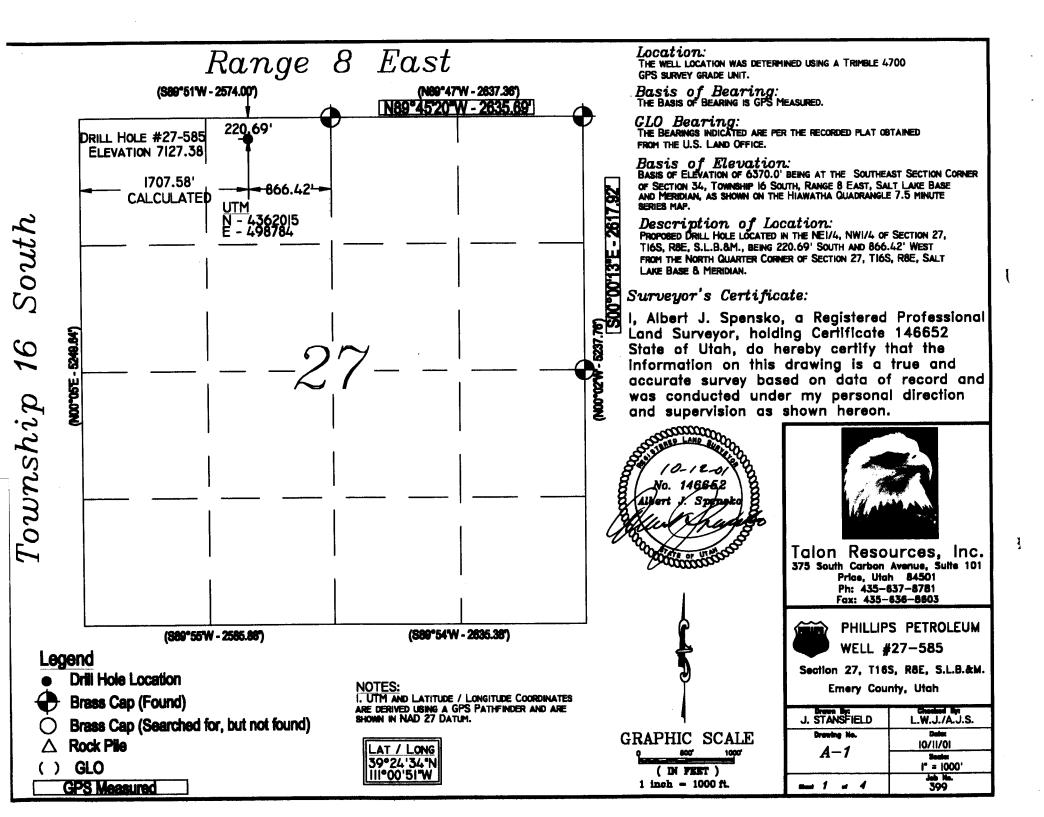


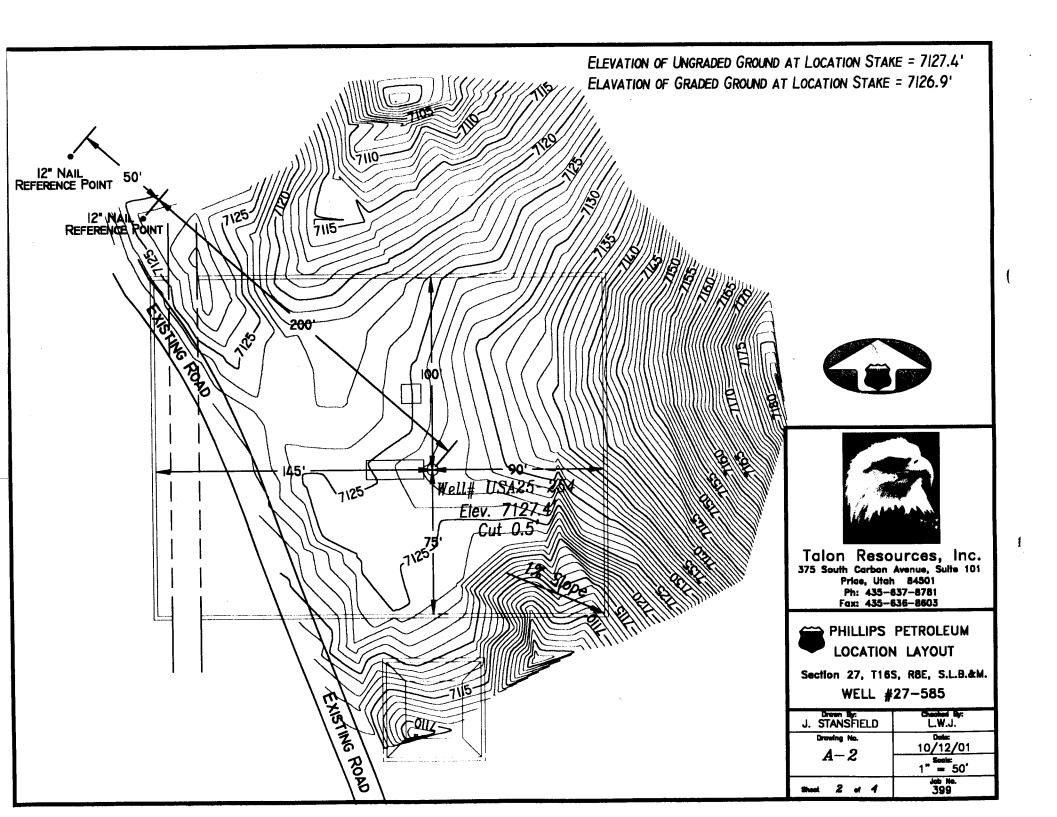


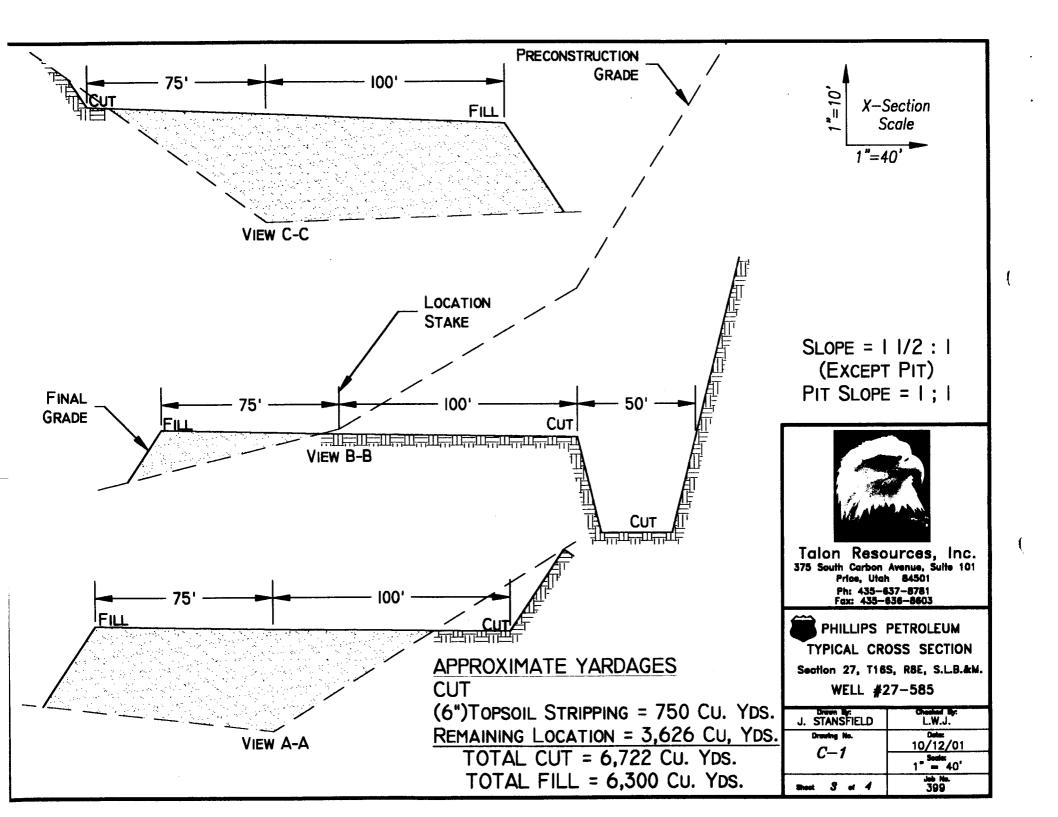
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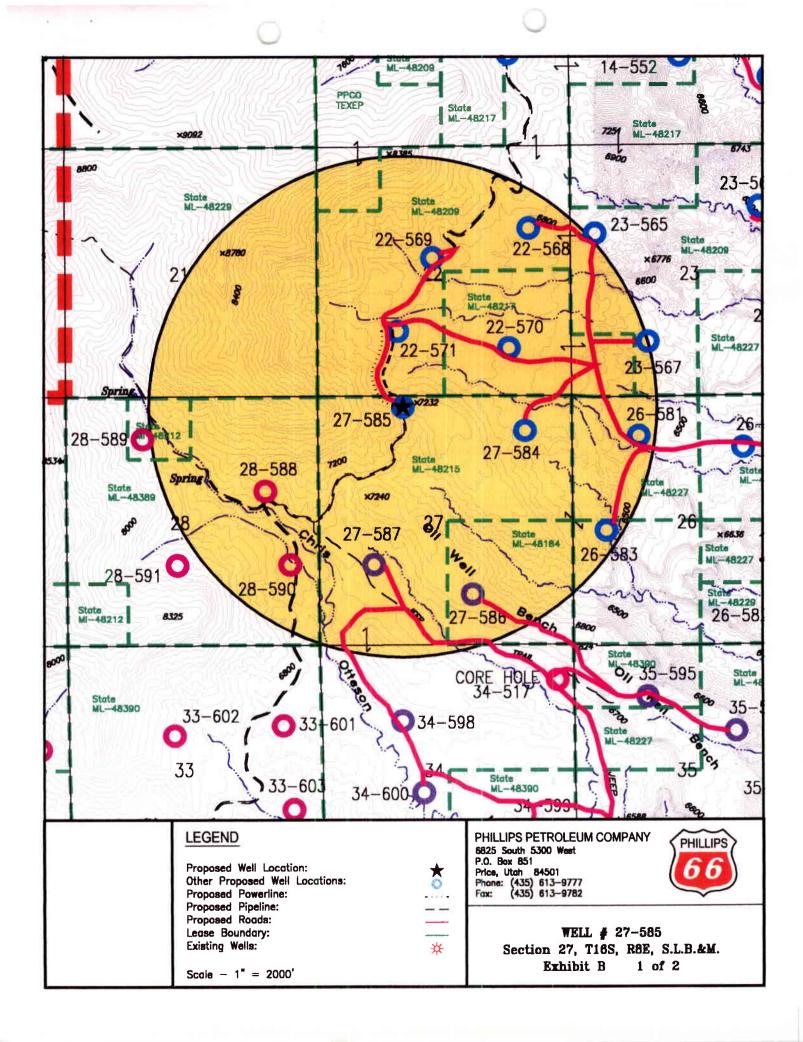
DIVISION OF OIL, GAS AND MINING CONFIDENTIAL

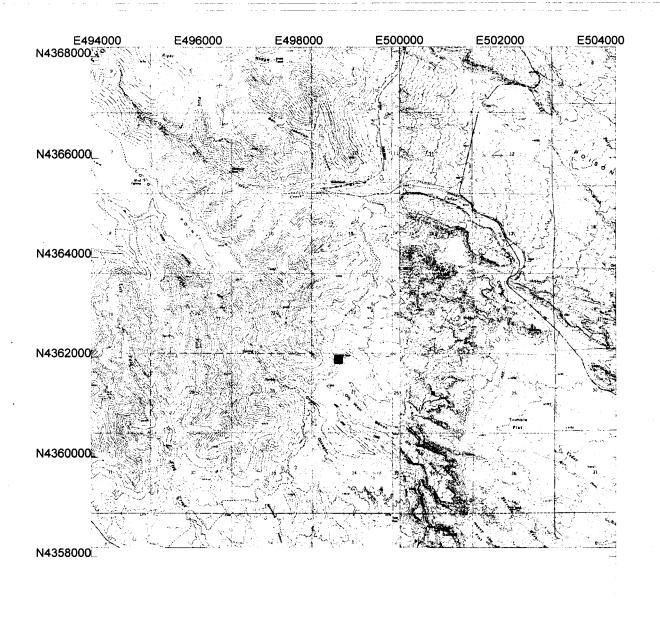
24.				
Name & Signature: Jean Semborski Jean S	lembresti.	_{Title:} Pe	rmitting Analyst	Date: 10/26/01
(This space for state use only) API Number Assigned: 43-015-30546		Approval:	Utah Divisi Oil, Gas and	on of Mining
. (1/93)	See Instructions on Reverse Side)		Date: 02-20 By: 3 1 a 1	6 2







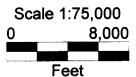




N4356000

Utah 27-585 Section 27, T16S, R8E

UTM 12 North NAD 1927 (Conus)



15554F.ssf 10/24/2001 GPS Pathfinder®Office



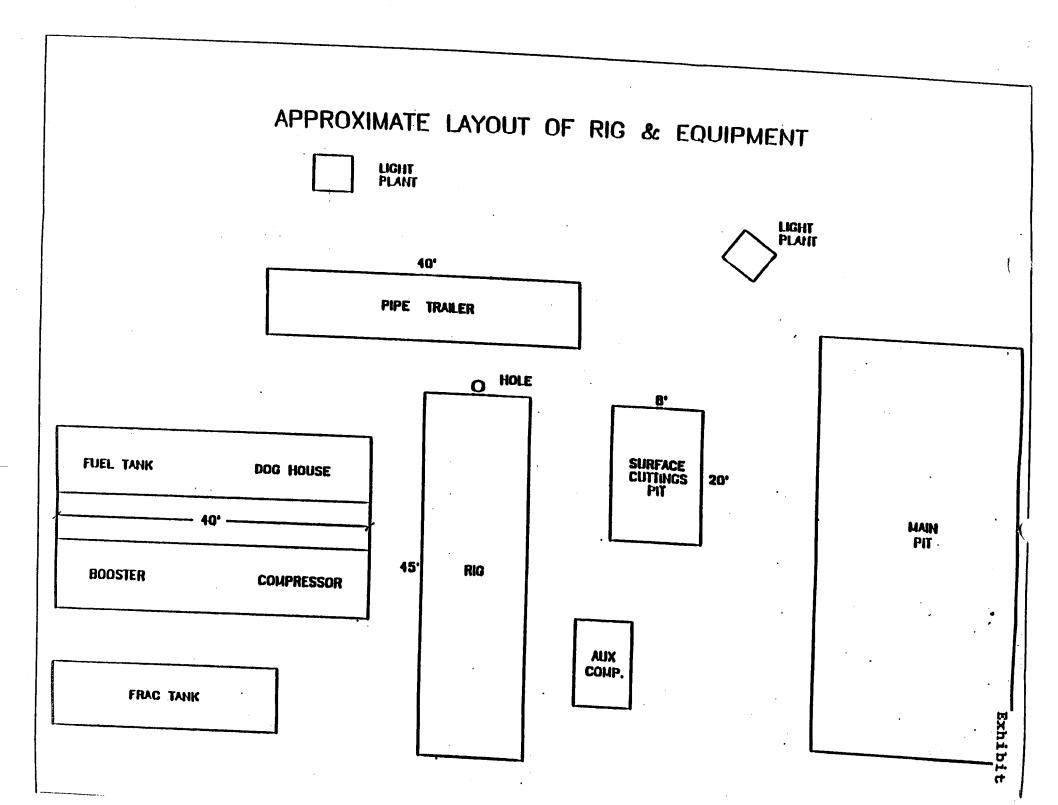


EXHIBIT "D" DRILLING PROGRAM

Attached to Form 3
Phillips Petroleum Company
Utah 27-585
NE/4, NW/4, Sec. 27, T16S, R08E, SLB & M
220' FNL, 1708' FWL
Emery County, Utah

1. The Surface Geologic Formation

Mancos Shale

2. Estimated Tops of Important Geologic Markers

Blue Gate/Ferron

3630'

3. Projected Gas & H2O zones (Ferron Formation)

Coals and sandstones 3655' - 3780'

No groundwater is expected to be encountered.

Casing & cementing will be done to protect potentially productive hydrocarbons, lost circulation zones, abnormal pressure zones, and prospectively valuable mineral deposits. All indications of usable water will be reported.

Surface casing will be tested to 1400 psi.

4. The Proposed Casing and Cementing Programs

HOLE	SETTING DEPTH	SIZE WEIGHT, GRADE	NEW,
SIZE	(INTERVAL)	(OD) <u>& JOINT</u>	<u>USED</u>
14"	40'	12-3/4" Conductor	New
11"	408'	8-5/8" 24#ST&C	New
7-7/8 ['] "	4070'	5-1/2 17#LT&C	New

Cement Program - Every attempt will be made to bring cement back to surface.

Surface Casing:

158 sks G+2%CaCl+1/4#per sack flocel;15.8#/gal,density,

1.15 cu.ft/sk yield.

Production Casing:

385 sks 50/50 poz 8%gel +2%CaCl+10%extender;12.5#/gal,

density, 1.92 cu.ft/sk yield.

76 sks "G" thixotropic, 14.2#/gal density, 1.61 cu.ft/sk yield

The following shall be entered in the driller's log:

- 1) Blowout preventer pressure tests, including test pressures and results;
- 2) Blowout preventer tests for proper functioning;
- 3) Blowout prevention drills conducted;
- 4) Casing run, including size, grade, weight, and depth set;
- 5) How the pipe was cemented, including amount of cement, type, whether cement circulated, location of the cementing tools, etc.;
- 6) Waiting on cement time for each casing string;
- 7) Casing pressure tests after cementing, including test pressures and results.

5. The Operator's Minimum Specifications for Pressure Control

Exhibit "G" is a schematic diagram of the blowout preventer equipment. A double gate 3000 psi BOPE will be used with a rotating head. This equipment will be tested to 2000 psi. All tests will be recorded in a Driller's Report Book. Physical operation of BOP's will be checked on each trip.

6. The Type and Characteristics of the Proposed Circulating Muds

0-300	11" hole	Drill with air, will mud-up if necessary.
300-TD	7 7/8" hole	Drill with air. 400 psi @ 1500-1800 Scf.

7. The Testing, Logging and Coring Programs are as followed

300-TD Gamma Ray, Density, Neutron Porosity, Induction, Caliper

Any Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures have been noted or reported in wells drilled in the area nor at the depths anticipated in this well. Bottom hole pressure expected is 1767 psi max. No hydrogen sulfide or other hazardous gases or fluids have been found, reported or are known to exist at these depths in the area.

8. Anticipated Starting Date and Duration of the Operations.

The well will be drilled around May 2002.

Verbal and/or written notifications listed below shall be submitted in accordance with instructions from the Division of Oil, Gas & Mining:

- (a) prior to beginning construction;
- (b) prior to spudding;
- (c) prior to running any casing or BOP tests;
- (d) prior to plugging the well, for verbal plugging instructions.

Spills, blowouts, fires, leaks, accidents or other unusual occurrences shall be reported to the Division of Oil, Gas & Mining immediately.

EXHIBIT "E" MULTIPOINT SURFACE USE PLAN

Attached to Form 3
Phillips Petroleum Company
Utah 27-585
NE/4, NW/4, Sec. 27, T16S, R08E, SLB & M
220' FNL, 1708' FWL
Emery County, Utah

1. Existing Roads

- a. We do not plan to change, alter or improve upon any existing state or county roads.
- b. Existing roads will be maintained in the same or better condition. See Exhibit "B".

2. Planned Access

Approximately 2000' of new access is required (See Exhibit "B")

- a. Maximum Width: 24' travel surface with 27' base
- b. Maximum grade: 4%
- c. Turnouts: None
- d. Drainage design: 3 culverts may be required. Water will be diverted around well pad as necessary.
- e. If the well is productive, the road will be surfaced and maintained as necessary to prevent soil erosion and accommodate year-round traffic.
- f. Pipe and Power lines will follow the proposed access road.

3. Location of Existing Wells

a. See Exhibit "B". There are 11 proposed and 0 existing wells within a one-mile radius of the proposed location.

4. Location of Existing and/or Proposed Facilities

- a. If the well is a producer, installation of production facilities will be as shown on Exhibit "H". Buried powerlines run along access on the east and north, gathering lines on the south or west.
- b. Rehabilitation of all pad areas not used for production facilities will be made in accordance with landowner stipulations.

5. Location and Type of Water Supply

- a. Water to be used for drilling will be purchased from the Price River Water Improvement District (a local source of municipal water) (tel. 435-637-6350).
- b. Water will be transported by truck over approved access roads.
- c. No water well is to be drilled for this location.

6. Source of Construction Materials

- a. Any necessary construction materials needed will be obtained locally and hauled to the location on existing roads.
- b. No construction or surfacing materials will be taken from Federal/Indian land.

7. Methods for handling waste disposal

- a. As the well will be air drilled, a small reserve pit will be constructed with a minimum of one-half the total depth below the original ground surface on the lowest point within the pit. The pit will not be lined unless conditions encountered during construction warrant it or if deemed necessary by the DOGM representative during the pre-site inspection. Three sides of the reserve pit will be fenced within 24 hours after completion of construction and the fourth side within 24 hours after drilling operation cease with woven wire topped with barbed wire to a height of not less than four feet. The fence will be kept in good repair while the pit is drying.
- b. Following drilling, the liquid waste will be evaporated from the pit and the pit back-filled and returned to natural grade. No liquid hydrocarbons will be discharged to the reserve pit or location.
- c. In the event fluids are produced, any oil will be retained in tankage until sold and any water produced will be retained until its quality can be determined. The quality and quantity of the water will determine the method of disposal.
- d. Trash will be contained in a portable metal container and will be hauled from location periodically and disposed of at an approved disposal site. Chemical toilets will be placed on location and sewage will be disposed of at an appropriate disposal site.

8. Ancillary Facilities

a. We anticipate no need for ancillary facilities with the exception of one trailer to be located on the drill site.

9. Wellsite Layout

- a. Available topsoil will be removed from the location and stockpiled. Location of mud tanks, reserve and berm pits, and soil stockpiles will be located as shown on the attachments.
- b. A blooie pit will be located 100' from the drill hole. A line will be placed on the surface from the center hole to the pit. The pit will not be lined, but will be fenced on four sides to protect livestock/wildlife.
- c. Access to the well pad will be as shown on Exhibit "B".
- d. Natural runoff will be diverted around the well pad.

10. Plans for Restoration of Surface

- a. All surface areas not required for producing operations will be graded to as near original condition as possible and contoured to maintain possible erosion to a minimum.
- b. Available topsoil will be stockpiled and will be evenly distributed over the disturbed areas and the area will be reseeded as prescribed by the landowner.
- c. Pits and any other area that would present a hazard to wildlife or livestock will be fenced off when the rig is released and removed.

11. Surface Ownership:

a. The wellsite and access road will be constructed on lands owned by the State of Utah, School and Institutional Trust Lands Administration. The operator shall contact the landowner representative and the Division of Oil, Gas and mining 48 hours prior to beginning construction activities.

12. Other Information:

- a. The primary surface use is farming and grazing. The nearest dwelling is approximately 26,500 feet north.
- b. Nearest live water is Unnamed Spring, located 4500' Southwest.
- c. If there is snow on the ground when construction begins, it will be removed before the soil is disturbed and piled downhill from the topsoil stockpile location.
- d. The backslope and foreslope will be constructed no steeper than 4:1.
- e. All equipment and vehicles will be confined to the access road and well pad.
- f. A complete copy of the approved Application for Permit to Drill (APD) including conditions and stipulations, shall be on the wellsite during construction and drilling operations

There will be no deviation from the proposed drilling and/or workover program without prior approval from the Division of Oil, Gas & Mining.

13. Company Representative

Jean Semborski Permitting Specialist Phillips Petroleum Company 6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (435) 613-9777

Mail Approved A.P.D. To:

Company Representative

(435) 820-9807

Excavation Contractor

Nelco Contractors Inc. Larry Jensen (435) 637-3495 (435) 636-5268

14. Certification

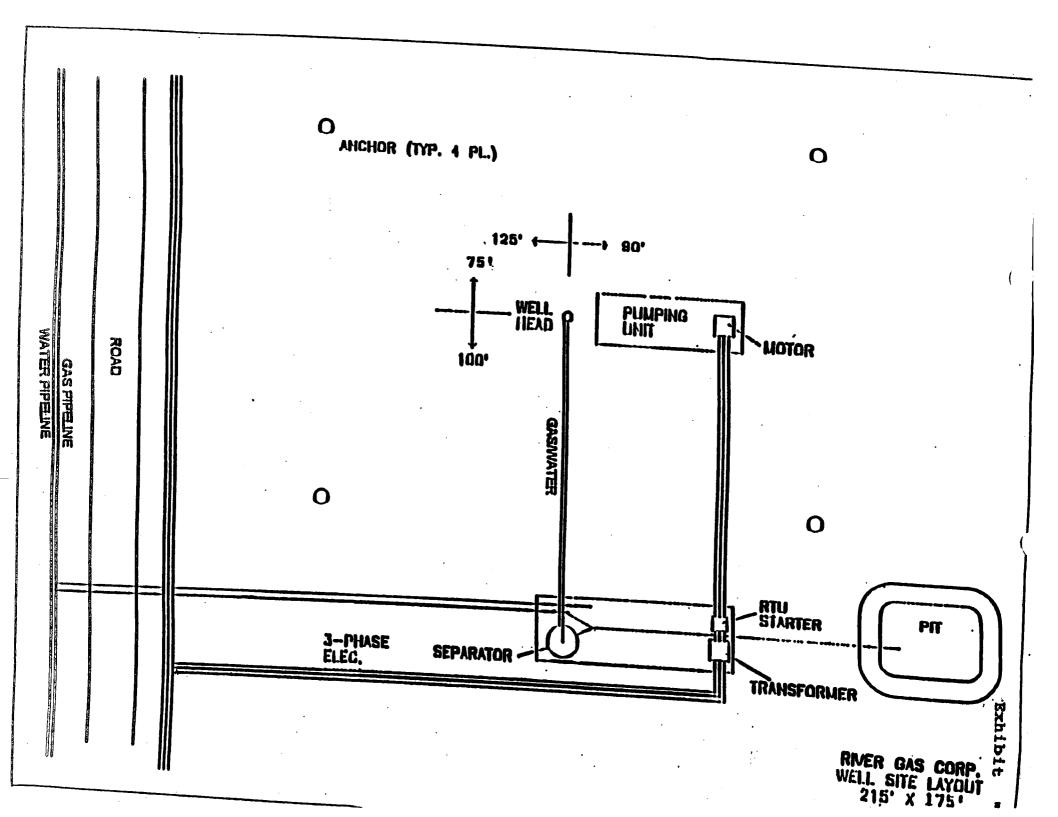
I hereby certify that I, or persons under my direct supervision have inspected the proposed drillsite and access route; that I am familiar with the conditions which presently exist; that the statements made in this plan are, to the best of my knowledge, true and correct, and that the work associated with the operations proposed herein will be performed by Phillips Petroleum Company and its subcontractors in conformity with this plan and the terms and conditions under which it is approved.

Date

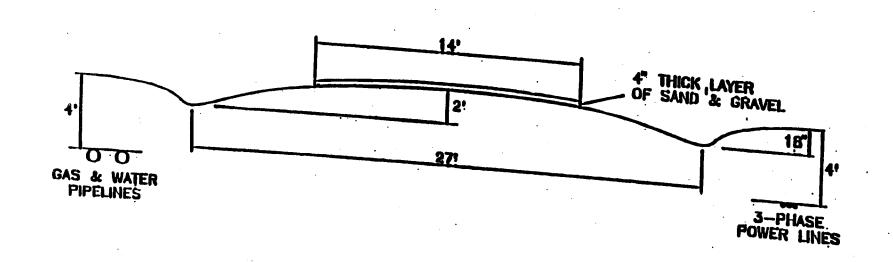
Jean Semborski

Permitting Analyst

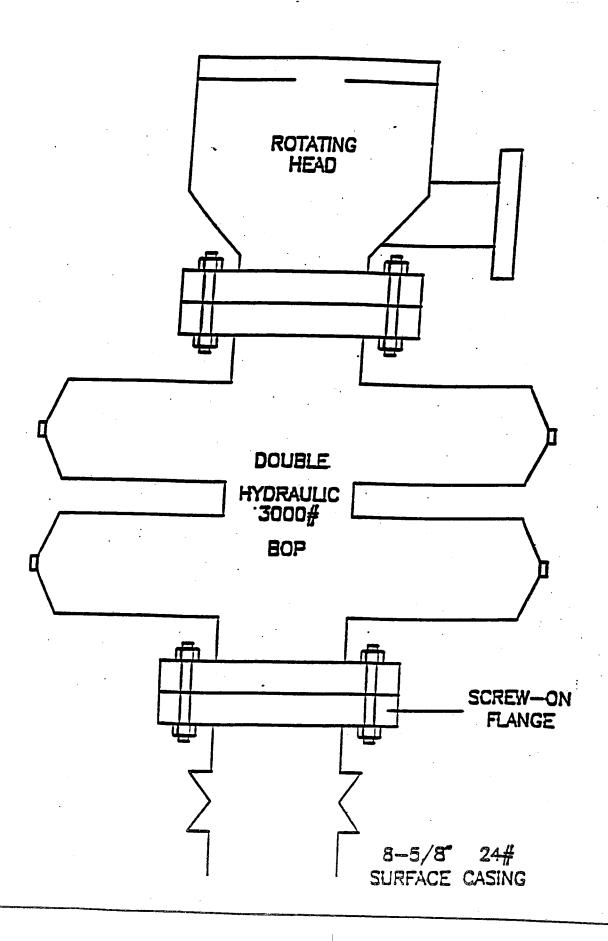
Phillips Petroleum Company



TYPICAL ROAD CROSS-SECTION

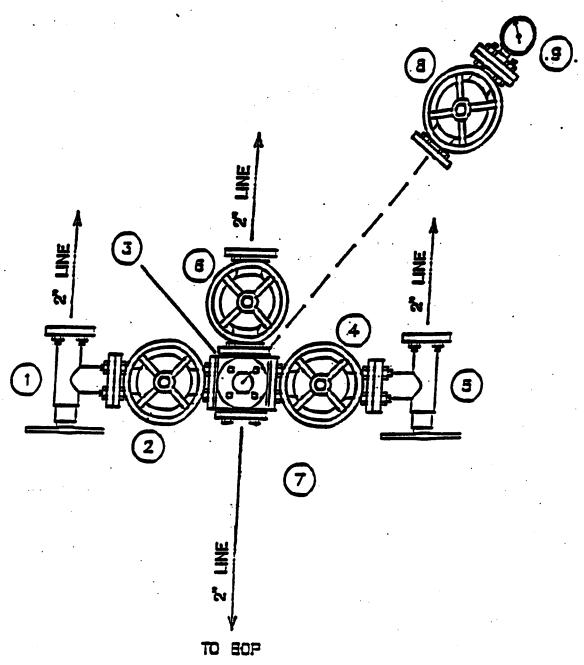


DIVERTER HEAD



2 5M FLANGED CHOKE
2 5M GATE VALVE (FLANGED)
2 5M STUDDED CROSS
2 5M GATE VALVE (FLANGED)
2 5M FLANGED CHOKE
2 5M GATE VALVE (FLANGED)
2 LINE
2 5M GATE VALVE (FLANGED)
3000# GAUGE GATE VALVE (FLANGED)

NOTE: NUMBER 8 GATE VALVE SITS ON TOP OF MANIFOLD BETWEEN STUDDED CROSS AND 3000# GAUGE



AND A NEW 2" BALL VALVE FULL OPEN 5000PSI

MANIFOLD

STATE OF UTAH BOND OF LESSEE

		Phillips Petroleum C	ompany
	Bartlesville, Okla		us principal and
Safeco Insurance Con	npany of America	as surely, and	
unto the State of Utah in the sum of	Two Hundred Though	1813 (2500,000,00) Jawful mo	oney of the United States
to be paid to the School & Institutional	Trust Lands Administrati	ion, as agent for the State of Uta	h, for the use and benefit
of the State of Utah, and of any pates	uce or burchaser of any t	portion of the land covered by	the hereinalter described
lease heretofore sold or which may he	preaster be sold with a res	pervation to the State of Utah, o	n the surface or of other
mineral deposits of any portion of such	i lands, for which paymen	it, well and truly to be made, we	שומם סעוזפויכי, בוום כבכון
of us, and each of our heirs, executor these presents.	rs, administrators, success	sors, subjected, and assignees,	locusts and sencially ph
unae praena.	,		
Signed with our hands and see	als this <u>31st</u> day o	of January x 2001	
The condition of the foregoing	g obligation is such that,		
WHEREAS. The State of Uta	h. as Lessor, issued aini		
lesse, Lesse Number	वार्व वंशस्त्र		(0
	wild lease has been duly		
-10		for, mine, extract, and remove	all of the
deposits in and the	nder the following describ	ed lands, to wit.	
			,
Statewide Blanket Bond to co	verhall operations	on state of Utan lands	J•
NOW TURNERORS			4.
NOW, I HEREFURE, the pri	ocipal and surery shall be	obligated to pay all monies, re	nials, royalties, costs of
reclamation, damages to the surface and			
or liabilities which arise by operation shall fully comply with all other terms	or or in connection with	the above described lease(x) acc	ruing to the Lessor and
of the School & Institutional Trust La	de Administration the E	losed of Oil Gos and Mining	policies relating thereto
Gas and Mining as they may now exis			
even if the principal has conveyed part			
described obligations, then the surety			
otherwise, it shall remain in full force:			
and and the sum that the total to total	DIO CERCA MININI PERCAGAI O	A die oesoot er verdingeren 1142	Caros Administration.
Signed, sealed and delivered	PHTLLT	PS PETROLEUM COMPANY	
in the presence of			
() A P. II	(,	/(< / \' : .	
Jelly D. Hicke	<u> </u>	. 0. / 0	(SEAL)
/ Witness	R. B.	Gisi Principal Asst. Tr	reasurer
\sim			
1/2111-12/11	BONDING CON	MPANY SAFECO INSURANCI	E COMPANY OF AMERICA
Junya Mucke	BY _	Deller Julian	
Witness		herry of Milies, Atto	orney-in-Fact
	रात्याः	Secresary	
APPROVED AS TO FORM:	Oraldana Assura	N/A	•
JAN GRAHAM	Resident Ageut:		
ATTORNEY GENERAL	Randing Ca Address	Millenium Corpo Park,	Bldg. C, 18400 NE Uni
By / b lull harhour	mannet m. unner		Hi]
- July and the second		Redmond, WA 98052	
•	. **	Corporate Seal of Bonding Con	npany Must be Affixed.



POWER OF ATTORNEY

SAFECO INSURANCE COMPANY OF AMERICA CENERAL INSURANCE COMPANY OF AMERICA HOME OFFICE SAFECO PLAZA SEATTLE, WASHINGTON 98185

BAITECU					
				Ne 8718	
KNOW ALL BY THESE PRESENTS:					
That SAFECO INSURANCE COMPANY corporation, does each hereby appoint				MPANY OF AMERICA, sville, Oklahoma=	•
The state of the s	L. MOERLY,	DETTI J. MI	LLER, Bartie	izaitie' nkievowe ₌	**********
its true and lawful attorney(s)-in-fact, w documents of a similar character issued in	ith full authority the course of i	to execute on its business, and	its behalf fidelity I to bind the resp	r and surety bonds or usective company thereby.	ndertakings and oth
IN WITNESS WHEREOF, SAFECO INSURA executed and attested these presents	INCE COMPANY	OF AMERICA	and GENERAL IN	SURANCE COMPANY OF	AMERICA have ea
				the field of the state of the s	
	this	27th	day of	September	. 19 <u>93</u>
RaGiers	on	į:		W Pandall	Seddard
R.A. PIERSON, SECRETARY			·	W. RANDALL STODE	DARD, PRESIDENT
		CERTIFICATE			
Extract from t	he By-Laws of S of GENERAL IN	BAFECO INSUR <i>i</i> SURANCE COM	ANCE COMPANY PANY OF AMERI	OF AMERICA CA:	•
"Article V, Section 13 FIDELITY AND : President appointed for that purpose by tattorneys-in-fact or under other appropria other documents of similar character issue, such appointment, the signatures may be af of the company, the seal, or a facsimile to that the seal shall not be necessary to the	the officer in character in cha	arge of surety uthority to exec by in the course le. On any instru Impressed or af	operations, shall ute on behalf of of its business ment conferring fixed or in any (each have authority to a the company fidelity are On any instrument national authority or on any	ppoint individuals and surety bonds and naking or evidencing bonds are producted to the control of the control
Extract from a Resolution of and of GENERAL			ECO INSURANCE IERICA adopted J		١
On any certificate executed by the Secreta (I) The provisions of Article V. Sect (II) A copy of the power-of-attorne (III) Certifying that said power-of-attorne the signature of the certifying officer may	tion 13 of the Br by appointment, at orney appointment	y-Laws, and xecuted pursuan It is in full forc	it thereto, and	,	
. R. A. Pierson, Secretary of SAFECO INS to hereby certify that the foregoing extrac of a Power of Attorney issued pursuant in attorney are still in full force and effect,	its of the By-Lav	ws and of a Res	solution of the R	oard of Directors of their	te corporations and
N WITNESS WHEREOF, I have hereunto se	t my hand and af	ffixed the facsir	nile seal of said	corporation	
	ths	_3lst	day of	January	. tex <u>200</u> 1



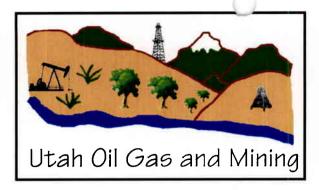
® Registered trademark of SAFECO Corporation.

WORKSHEET

APPLICATION FOR PERMIT TO DRILL



APD RECEIVED: 01/04/2002	API NO. ASSIGNE	ED: 43-015-305	346
WELL NAME: UTAH 27-585 OPERATOR: PHILLIPS PETROLEUM (N1475) CONTACT: JEAN SEMBORSKI	PHONE NUMBER: 4	35-613-9777	
PROPOSED LOCATION:	INSPECT LOCATN	BY: /	/
NENW 27 160S 080E SURFACE: 0 220 FNL 1708 FWL	Tech Review	Initials	Date
BOTTOM: 0220 FNL 1708 FWL 221 EMERY	Engineering	DRO	2/19/02
WILDCAT (1)	Geology		
LEASE TYPE: 3 - State	Surface		
LEASE NUMBER: ML-48215 C SURFACE OWNER: 3 - State PROPOSED FORMATION: FRSD			
Plat Bond: Fed[] Ind[] Sta[3] Fee[] (No. 5952189) Potash (Y/N) N Oil Shale 190-5 (B) or 190-3 or 190-13 Water Permit (No. PRWID) RDCC Review (Y/N) (Date:) NA Fee Surf Agreement (Y/N)	Drilling Un: Board Cause Eff Date:	Jnit General From Qtr/Qtr & 920 Exception it a No:	(160') lary E. 1320' between
COMMENTS: Heed presite. (10-15-01) STIPULATIONS: L-Statement of basis.			

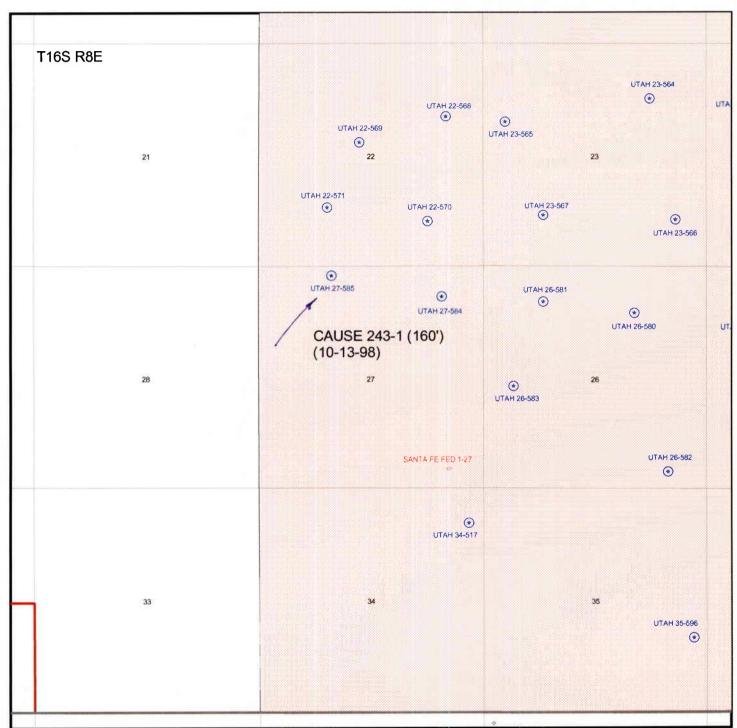


OPERATOR: PHILLIPS PETRO CO (N1475)

SEC. 27, T16S, R8E

FIELD: WILDCAT (001)

COUNTY: EMERY SPACING: 243-1 (160')



PREPARED BY: LCORDOVA DATE: 10-JANUARY-2002

ON-SITE PREDRILL EVALUATION Division of Oil, Gas and Mining

OPERATOR: Phillips

WELL NAME & NUMBER: Utah 27-585

API NUMBER: 43-015-30546

LEASE: State FIELD/UNIT:

LOCATION: 1/4,1/4 NENW Sec: 27 TWP: 16S RNG: 8E 220 FNL 1708 FWL

LEGAL WELL SITING:660 F UNIT BOUNDARY AND 1320 F ANOTHER WELL.

GPS COORD (UTM): X = 498784 E; Y = 4362014 N SURFACE OWNER: SITLA

PARTICIPANTS

M. Jones (DOGM), J. Semborski (Phillips), L. Jensen (NELCO), C. Colt (DWR), SITLA and Emery Co. were invited but chose not to attend the onsite.

REGIONAL/LOCAL SETTING & TOPOGRAPHY

Proposed location is ~16 miles SW of Price, Utah and ~7 miles NW of Huntington, Utah. The direct area drains to the Southeast into Cedar Creek, a year-round live water source. Dry washes run throughout the area. The soil easily erodes when disturbed. Topography and terrain of the immediate and surrounding area slopes steeply to the SE and is very rocky. The location is located along the Berma Road. This location will take a large amount of dirt-work, there are not other options due to topography for the well to be moved to.

SURFACE USE PLAN

CURRENT SURFACE USE: Wildlife habitat and grazing.

PROPOSED SURFACE DISTURBANCE: 235' x 175' and a 50' x 50' x 10' pit.

LOCATION OF EXISTING WELLS WITHIN A 1 MILE RADIUS: 14 proposed wells within a 1 mile radius of the above proposed well.

LOCATION OF PRODUCTION FACILITIES AND PIPELINES: Along roadside.

SOURCE OF CONSTRUCTION MATERIAL: Obtained locally and transported in.

ANCILLARY FACILITIES: None anticipated.

WASTE MANAGEMENT PLAN:

Portable chemical toilets which will be emptied into the municipal waste treatment system; garbage cans on location will be emptied into centralized dumpsters which will be emptied into an approved landfill. Crude oil production is unlikely. Drilling fluid, completion / frac fluid and cuttings will be buried in the pit after evaporation and slashing the pit liner. Produced water will be gathered to the evaporation pit and eventually injected into the Navajo Sandstone via a salt water disposal well. Used oil from drilling operations and support is hauled to a used oil recycler and reused.

ENVIRONMENTAL PARAMETERS
AFFECTED FLOODPLAINS AND/OR WETLANDS: None.
FLORA/FAUNA: Pinion Juniper, Sagebrush, grasses, Elk, deer, small game rodents.
SOIL TYPE AND CHARACTERISTICS: Gravely / rocky clay.
EROSION/SEDIMENTATION/STABILITY: Easily erosive.
PALEONTOLOGICAL POTENTIAL: None observed.
RESERVE PIT
CHARACTERISTICS: Dugout earthen pit.
LINER REQUIREMENTS (Site Ranking Form attached): Liner required.
SURFACE RESTORATION/RECLAMATION PLAN
As per surface use agreement.
SURFACE AGREEMENT: Yes.
CULTURAL RESOURCES/ARCHAEOLOGY: Arch study on file with state.
OTHER OBSERVATIONS/COMMENTS

Photos of this location were taken and placed on file.

Mark L. Jones
DOGM REPRESENTATIVE

October 15, 2001 / 11:30 am

DATE/TIME

ATTACHMENTS

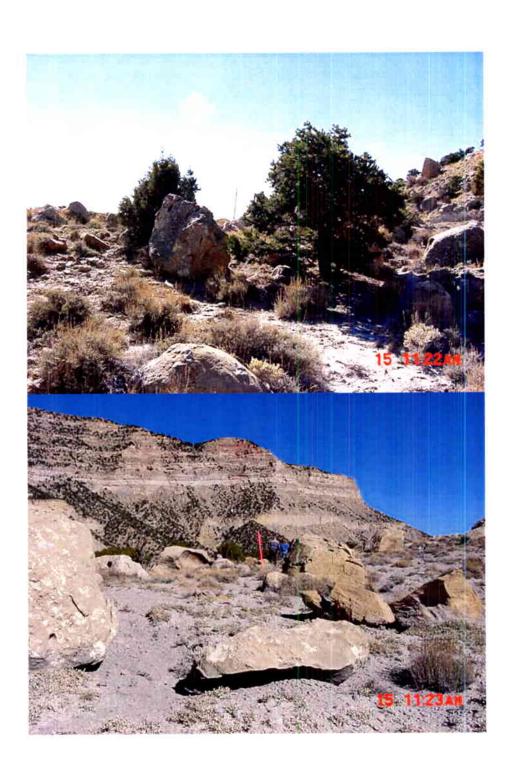
Evaluation Ranking Criteria and Ranking Score For Reserve and Onsite Pit Liner Requirements

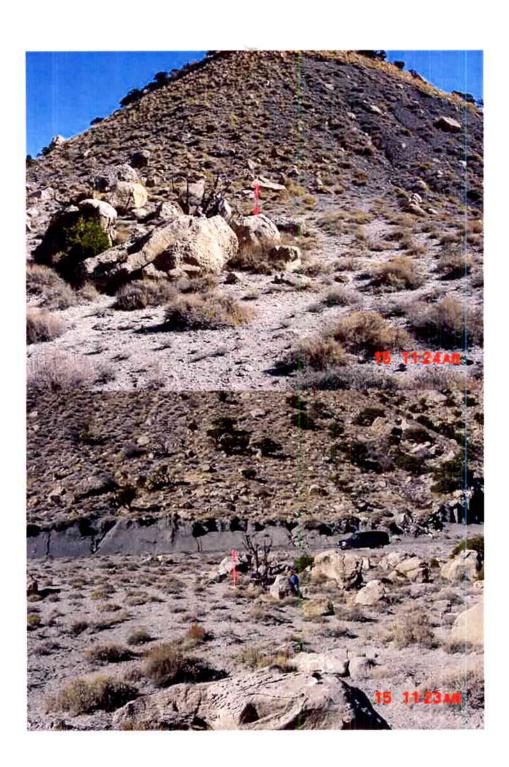
Site-Specific Factors	Ranking	Site Ranking
Distance to Groundwater (feet)		
>200	0	
100 to 200	5	
75 to 100	10	
25 to 75 <25 or recharge area	15 20	0
		
Distance to Surf. Water (feet) >1000	0	
300 to 1000	2	
200 to 300	10	
100 to 200	15	0
< 100	20	0
Distance to Nearest Municipal		
Well (feet) >5280	0	
1320 to 5280	5	
500 to 1320	10	
<500	20	0
Distance to Other Wells (feet)		
>1320	0	
300 to 1320	10	
<300	20	0
Native Soil Type		
Low permeability	0	
Mod. permeability	10 20	20
High permeability	20	
Fluid Type	_	
Air/mist	0	
Fresh Water TDS >5000 and <10000	5 10	
TDS >10000 or Oil Base Mud Fluid	15	
containing significant levels of		_
hazardous constituents	20	0
Drill Cuttings		
Normal Rock	0	
Salt or detrimental	10	0
Annual Precipitation (inches)		
<10	0	
10 to 20 >20	5 10	0
220	10	
Affected Populations	•	
<10 10 to 30	0 6	
30 to 50	8	
>50	10	0
Presence of Nearby Utility		
Conduits Not Present	0	
Unknown	10	
Present	15	0

20 (Level I Sensitivity)

Sensitivity Level I = 20 or more; total containment is required.
Sensitivity Level II = 15-19; lining is discretionary.
Sensitivity Level III = below 15; no specific lining is required.

Final Score





DIVISION OF OIL, GAS AND MINING APPLICATION FOR PERMIT TO DRILL STATEMENT OF BASIS

Conditions of Approval/Application for Permit to Drill:

- 1. A synthetic liner with a minimum thickness of 12 mils shall be properly installed and maintained in the reserve pit.
- 2. Culverts as needed where crossing drainages sufficient to handle run-off.
- 3. Berm the location and pit.

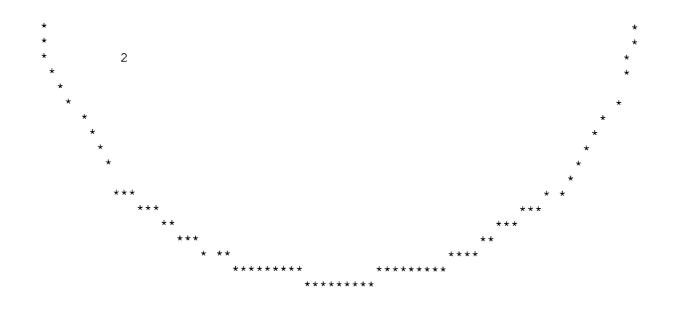
UTAH DIVISION OF WATER RIGHTS WATER RIGHT POINT OF DIVERSION PLOT CREATED WED, FEB 13, 2002, 4:20 PM PLOT SHOWS LOCATION OF 3 POINTS OF DIVERSION

PLOT OF AN AREA WITH A RADIUS OF 5280 FEET FROM A POINT S 220 FEET, E 1708 FEET OF THE NW CORNER, SECTION 27 TOWNSHIP 16S RANGE 8E SL BASE AND MERIDIAN

PLOT SCALE IS APPROXIMATELY 1 INCH = 2000 FEET

NORTH

Points of Diversion Page 2 of 3



UTAH DIVISION OF WATER RIGHTS
NWPLAT POINT OF DIVERSION LOCATION PROGRAM

											
MAP	WATER	QU	ANTITY	SOURCE DE	ESCRIPTION	or WELL IN	FO F	POINT OF	DIVERSION D	ESCRIP'	TION
CHA	R RIGHT	CFS A	ND/OR AC-FT	DIAMETER	DEPTH	YEAR LOG	NORTH	EAST	CNR SEC	TWN	RNG B&
0	93 1425	.0110	.0	0 Ottsen Hol	llow Spring	, 					
		WATER USE(S):	STOCKWATERING						PRIORITY	DATE:	00/00/1
		USA Forest Ser	vice		324 25th	Street			Ogden		
1	93 565	.0000	. (O Chris Otte	eson Wash						
		WATER USE(S):	STOCKWATERING						PRIORITY	DATE:	00/00/1
		State of Utah	School & Insti	tutional Tru	ı 675 East	500 South,	Suite 5	500	Salt I	Lake C	ity
2	93 3047	.0011	. (O Otteson Ho	ollow Sprin	ng					

WATER USE(S): STOCKWATERING
State of Utah School & Institutional Tru 675 East 500 South, Suite 500

PRIORITY DATE: 00/00/1 Salt Lake City

02-02 Phillips Utah 27-585 Well name:

Phillips Petroleum Company Operator:

String type:

Surface Project ID: 43-015-30546

Emery County Location:

Design parameters:

Collapse 8.400 ppg Mud weight:

Design is based on evacuated pipe.

Minimum design factors: Collapse:

Design factor

1.125

1.50 (B)

Environment: H2S considered?

No 65 °F Surface temperature: Bottom hole temperature: 71 °F 1.40 °F/100ft Temperature gradient:

Minimum section length: 3 ft

Burst:

1.00 Design factor

Cement top:

Surface

Burst

Max anticipated surface

0 psi pressure: Internal gradient: 0.436 psi/ft 178 psi Calculated BHP

No backup mud specified.

Tension:

Body yield:

1.80 (J) 8 Round STC: 1.80 (J) 8 Round LTC: 1.60 (J) Buttress: Premium: 1.50 (J)

Tension is based on air weight. Neutral point: 357 ft Non-directional string.

Re subsequent strings:

Next setting depth: 4.080 ft Next mud weight: 8,400 ppg 1,780 psi Next setting BHP: 19.000 ppg Fracture mud wt: Fracture depth: 408 ft Injection pressure 403 psi

Run	Segment		Nominal		End	True Vert	Measured	Drift	Est.
Seq	Length (ft)	Size (in)	Weight (lbs/ft)	Grade	Finish	Depth (ft)	Depth (ft)	Diameter (in)	Cost ()
1	408	8.625	24.00	J-55	ST&C	408	408	7.972	2673
Run Sea	Collapse Load	Collapse Strength	Collapse Design	Burst Load	Burst Strength	Burst Design	Tension Load	Tension Strength	Tension Design
	(psi)	(psi)	Factor	(psi)	(psi)	Factor	(Kips)	(Kips)	Factor
1	178	1370	7.70	178	2950	16.57	10	244	24.92 J

Prepared **Dustin Doucet**

by:

Utah Dept. of Natural Resources

Phone: 801-538-5281 FAX: 801-359-3940

Date: February 19,2002 Salt Lake City, Utah

ENGINEERING STIPULATIONS: NONE

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 408 ft, a mud weight of 8.4 ppg. The casing is considered to be evacuated for collapse purposes. Burst strength is not adjusted for tension.

Well name:

02-02 Phillips Utah 27-585

Operator:

Phillips Petroleum Company

String type:

Production

Project ID: 43-015-30546

Location:

Emery County

Design parameters:

Collapse

8.400 ppg Mud weight: Design is based on evacuated pipe.

Minimum design factors:

Collapse:

Design factor

1.125

Environment:

H2S considered? Surface temperature:

65 °F 122 °F Bottom hole temperature:

No

Temperature gradient:

1.40 °F/100ft

Minimum section length: 250 ft

Burst: Design factor

1.00

Cement top:

1,028 ft w/15 & worm gutice wis &

Burst

Max anticipated surface

pressure: Internal gradient: Calculated BHP

0.436 psi/ft 1,780 psi

0 psi

No backup mud specified.

Tension:

1.80 (J) 8 Round STC: 1.80 (J) 8 Round LTC: 1.60 (J) **Buttress:**

Premium:

1.50 (J) 1.50 (B) Body yield:

Tension is based on air weight. Neutral point: 3,560 ft

Non-directional string.

Run Seq	Segment Length (ft)	Size (in)	Nominal Weight (lbs/ft)	Grade	End Finish	True Vert Depth (ft)	Measured Depth (ft)	Drift Diameter (in)	Est. Cost ()
1	4080	5.5	17.00	N-80	LT&C	4080	4080	4.767	29268
Run Seq	Collapse Load (psi)	Collapse Strength (psi)	Collapse Design Factor	Burst Load (psi)	Burst Strength (psi)	Burst Design Factor	Tension Load (Kips)	Tension Strength (Kips)	Tension Design Factor
1	1780	6290	3.53	1780	7740	4.35	69	348	5.02 J

Prepared

by:

Dustin Doucet

Utah Dept. of Natural Resources

Phone: 801-538-5281

FAX: 801-359-3940

Date: February 19,2002 Salt Lake City, Utah

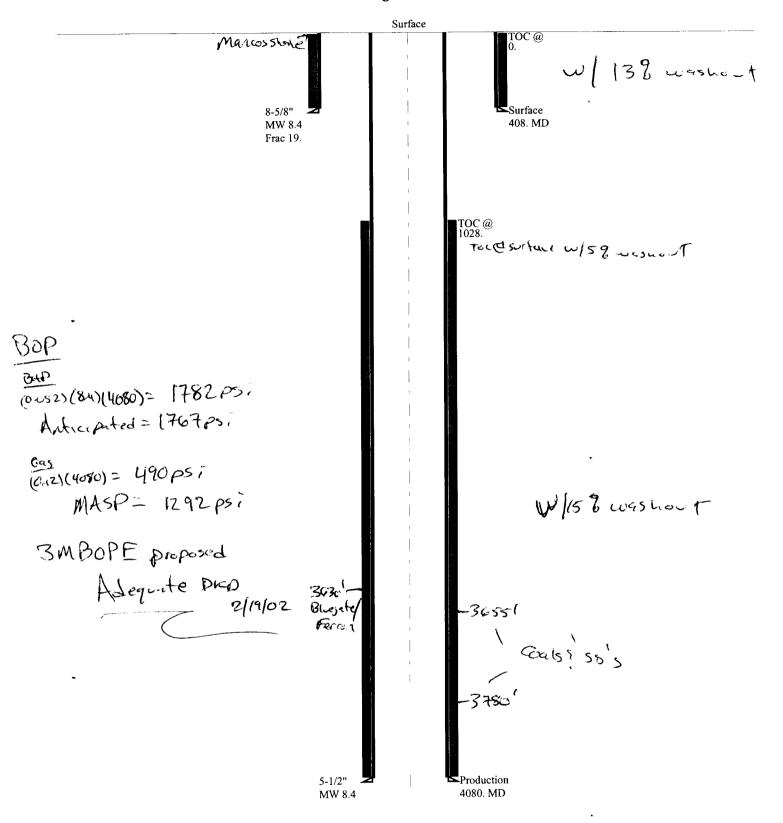
ENGINEERING STIPULATIONS: NONE

Collapse strength is based on the Westcott, Dunlop & Kemler method of biaxial correction for tension.

Collapse is based on a vertical depth of 4080 ft, a mud weight of 8.4 ppg The casing is considered to be evacuated for collapse purposes. Burst strength is not adjusted for tension.

02-02 Phillips Utah 27-57

Casing Schematic



003



Michael O. Leavitt
Governor
Kathleen Clarke
Executive Director
Lowell P. Braxton
Division Director

State of Utah DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING

1594 West North Temple, Suite 1210 PO Box 145801 Salt Lake City, Utah 84114-5801 801-538-5340 801-539-3940 (Fax)

February 20, 2002

Phillips Petroleum Company PO Box 851 Price UT 84501

Re:

Utah 27-585 Well, 221' FNL, 1708' FWL, NE NW, Sec. 27, T. 16 South, R. 8 East,

Emery County, Utah

Gentlemen:

Pursuant to the provisions and requirements of Utah Code Ann.§ 40-6-1 et seq., Utah Administrative Code R649-3-1 et seq., and the attached Conditions of Approval, approval to drill the referenced well is granted.

Appropriate information has been submitted to DOGM and administrative approval of the requested exception location is hereby granted.

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date. The API identification number assigned to this well is 43-015-30546.

Sincerely,

John R. Baza

Associate Director

er

Enclosures

cc:

Emery County Assessor

SITLA

Operator:	Phillips Petroleum Company			
Well Name & Number	Utah 27-585			
API Number:	43-015-30546			
Lease:	ML 48215			

Location: NE NW Sec. 27 T. 16 South R. 8 East

Conditions of Approval

1. General

Compliance with the requirements of Utah Admin. R. 649-1 *et seq.*, the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

2. Notification Requirements

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- 24 hours prior to cementing or testing casing
- 24 hours prior to testing blowout prevention equipment
- 24 hours prior to spudding the well
- within 24 hours of any emergency changes made to the approved drilling program
- prior to commencing operations to plug and abandon the well

The following are Division of Oil, Gas and Mining contacts and their work telephone numbers (please leave a voice mail message if the person is not available to take the call):

- Dan Jarvis at (801) 538-5338
- Carol Daniels at (801) 538-5284 (spud)

3. Reporting Requirements

All required reports, forms and submittals will be promptly filed with the Division, including but not limited to the Entity Action Form (Form 6), Report of Water Encountered During Drilling (Form 7), Weekly Progress Reports for drilling and completion operations, and Sundry Notices and Reports on Wells requesting approval of change of plans or other operational actions.

- 4. Compliance with the State of Utah Antiquities Act forbids disturbance of archeological, historical, or paleontological remains. Should archeological, historical or paleontological remains be encountered during your operations, you are required to immediately suspend all operations and immediately inform the Trust Lands Administration and the Division of State History of the discovery of such remains.
- 5. Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis. (Copy Attached)

Earlene Russell - Cedar Creek Wells

From:

"John Senulis" <senjohn@usa.net>

To:

"John Baza" <nrogm.jbaza@state.ut.us>

Date:

02/20/2002 11:25 AM

Subject: Cedar Creek Wells
CC: "Jean Semborski" <

"Jean Semborski" < jeansemborski@yahoo.com>

Mr. Baza:

Attached you will find a chart that lists the wells and access corridors for the Cedar Creek area to be drilled by Phillips Petroleum Company. The chart was part of the report submitted to Jim Dykman (SHPO reference report U01SC0497) and Ken Wintch (SITLA) on February 15, 2002. The report concluded that no archeological sites will be impacted by the proposed projects. An archeological monitor stipulation was placed on construction of the access corridor between the Mohrland highway and the Utah 13-376 well location. Archeological clearance without stipulation was recommended for all of the other well and access locations including the Utah 23-566 and Utah 23-567.

If you need additional information please do not hesitate to contact us.

John Senulis SENCO-PHENIX Archeological Consultants 435.613.9091

Project Location

The following chart shows the well location, access corridor, and associated cultural resources:

_	res	Location Access		al Resources
Utah 17-367	0	NE ¼ of Section 17, T16S, R9E	2,600 ft.	None
Utah 17-368	0	NE ¼ of Section 17, T16S, R9E	2700 ft.	None
Utah 18-371	0	NE ¼ of Section 18, T16S, R9E	3,000 ft.	None
Utah 18-372	0	NW 1/4 of Section 18, T16S, R9E	1,500 ft.	None
Utah 18-373	0	SW ¼ of Section 18, T16S, R9E	3,700 ft.	42EM2769
Utah 18-374	0	SE ¼ Section 18, T16S, R9E	3,100 ft.	None
Utah 19-377	10	NE ¼ of Section 19, T16S, R9E	6,900 ft.	None
Utah 19-378*	20	NW ¼ of Section 19, T16S, R9E	3,100 ft.	42EM2771, IF 9
PPCO 19-379	10	SW ¼ of Section 19, T16S, R9E	1,700 ft.	None
Utah 20-382	10	NW ¼ of Section 20, T16S, R9E	3,200 ft.	None
Utah 30-431	10	NE ¼ of Section 30, T16S, R9E	1,800 ft.	None
PPCO 30-605	10	NW 1/4 of Section 30, T16S, R9E	500 ft.	None
Utah 13-376*	20	SE ¼ of Section 13, T16S, R8E	3,000 ft.	42EM2735, 2736, 2737 2738, 2739, 2740, 2743, 2744, 2745, 2748, 2770 IF 1, 2, 3, 4, 5. 6, 10, 1
Utah 13-550	20	SW ¼ of Section 13, T16S, R8E	2,200 ft.	42EM2741, 2747 IF 7
Utah 13-550	0	Sections 13, 14, 15, T16S, R8E	10,800 ft.	42EM2772
Pipelines		, , , , , , , , , , , , , , , , , , , ,	,	
Utah 14-551	10	SE ¼ of Section 14, T16S, R8E	500 ft.	None
Utah 14-552	4**	SW ¼ of Section 14, T16S, R8E	0 ft.	None
Utah 22-568	4**	NE ¼ of Section 22, T16S, R8E	0 ft.	None
Utah 22-569	4**	NW ¼ of Section 22, T16S, R8E	1,500 ft.	None
Utah 22-570	10	SE ¼ of Section 22, T16S, R8E	0 ft.	None
Utah 22-571	4**	SW ¼ of Section 22, T16S, R8E	0 ft.	None
Utah 23-564	5**	NE ¼ of Section 23, T16S, R8E	700 ft.	None
Utah 23-565	5**	NW ¼ of Section 23, T16S, R8E	2,200 ft.	None
Utah 23-566*	20	SE ¼ of Section 23, T16S, R8E	2,700 ft.	42EM2585**
Utah 23-567	4**	SW 1/4 of Section 23, T16S, R8E	0 ft.	42EM2589**
Utah 24-560	10	NE ¼ of Section 24, T16S, R8E	100 ft.	None
Utah 24-561	10	NE ¼ of Section 24, T16S, R8E	2,000 ft.	IF 13, 14
Utah 24-562	10	SE ¼ of Section 24, T16S, R8E	3,300 ft.	42EM2581** 42EM2749, 2750
Utah 24-563	2**	SW ¼ of Section 24, T16S, R8E	1,600 ft.	None
Utah 25-576	5**	NE ¼ of Section 25, T16S, R8E	2,500 ft.	None
	10	NW 1/4 of Section 25, T165, R8E	2,600 ft.	42EM2742, IF 8
Utah 25-577			2,800 ft.	42EM2588**
Utah 26-580	10	NE ¼ of Section 26, T16S, R8E		
Utah 26-581	10	NW ¼ of Section 26, T165, R8E	3,000 ft.	IF 12
Utah 26-583	10	SW ¼ of Section 26, T16S, R8E	3,600 ft.	42EM2746,
Un-b 27 524	10	NEW ASSESSED 37 TICS DOT	1 700 6	IF 16, 17, 18
Utah 27-584	10	NE ¼ of Section 27, T165, R8E	1,700 ft.	None
Utah 27-585	10	NW ¼ of Section 27, T16S, R8E	1,600 ft.	None A25M2592 2594**
Roadside	0	Section 24, T165, R8E	6,700	42EM2583, 2584**
Pipeline		Sections 19, 30, T16S, R9E		

^{*=} Relocated Well; ** = Previous Montgomery Survey; Eligible Sites in Red

DIVISION OF OIL, GAS AND MINING

SPUDDING INFORMATION

Name of Company:	PHILLIPS PET	ROLEU	M COMPAN	NY
Well Name:	UTAH 27-585			
Api No: 43-015-30	546 Leas	е Туре:	STATE	
Section27Towns	hip <u>16S</u> Range_	08E	County	EMERY
Drilling Contractor	PENSE BROTH	IERS	Rig#	9
SPUDDED:				
Date	07/29/02			
Time	11:00 PM			
How	DRY			
Drilling will comme	nce:			
Reported by	LLOYD SHIR	LEY		
Telephone #	1-435-613-977	7		
Date <u>07/30/2002</u>	Signed:		CHD	

ADDRESS 6825 S. 5300 W. P.O. Box 851
Price, UT 84501

OPERATOR ACCT. NO. 1475

ACTION	CURRENT	NEW	API NUMBER	WELL NAME			WELL L	OCATION	1	SPUD DATE	EFFECTIVE
CODE	ENTITY NO.	ENTITY NO.	ATTOMBER		QQ	SC	TP.	RG	COUNTY	<u> </u>	DATE
Α	99999		43-015-30535	Utah 22-569	SENW	22	16S	08E	Emery	8/2/02	8-12-02
VELL 1	COMMENTS:			de PA and outside 4 Unit Boundary	,						
											
A	99999	13557	43-015-30537	Utah 22-571	NESW	22	16S	08E	Emery	7/26/02	8-12-02
VELL 2	COMMENTS:	New single	e well, spud outside P	A and outside of Unit Boundary							
A	99999	13558	43-015-30546	Utah 27-585	NENW	27	16S	08E	Emery	7/30/02	8-12-02
WELL 3	COMMENTS:	New cinal	e well soud outside P	A and outside of Unit Boundary							
		New Singi	e wen, spud outside i	in and business of Ome Boundary							
	T	<u> </u>									
\A/\(\tau\)	COMMENTS:	<u> </u>				<u>. </u>		<u> </u>	· · · · · · · · · · · · · · · · · · ·	<u> </u>	· ·
WELL 4	COMMENTS.										
							1	т	<u> </u>		
		<u></u>					<u>l </u>	<u> </u>			
WELL 5	COMMENTS	:		RECEIVED							
				AUG 1 2 2002	GRI	GIN	IAL	_			
CTION	A - Establish	- Instructions on new entity for I	back of form) new well (single well only entity (group or unit well)	DIVISION OF CIL, GAS AND MINING	• , , , ,				<u>Frankie Hat</u> Signature	haway of ra	nkie Ha
	C - Re-assign	well from one	existing entity to another	existing entity				n 1	Operations C		/8/02

NOTE: Use COMMENT section to explain why each Action Code was selected.

D - Re-assign well from one existing entity to a new entity

E - Other (explain in comments section)

CONFIDENTIAL

Operations Clerk

8/8/02 Date

Title

Phone No. (435)613-9777

(3/89)

STATE OF UTAH

	DIVISION OF OIL, GAS AND	MINING				
3	5.	Lease Designation a	nd Serial Number:			
•			ML-48215			
SUNDRY N	OTICES AND REPORTS	ON WELLS 6.	lf Indian, Allottee or	Tribe Name:		
30NDK1 N	STICES AND INEL ORTO	ON WELLS	N/A			
	s to drill new wells, deepen existing wells, or to ree ON FOR PERMIT TO DRILL OR DEEPEN form fo	nter plugged and abandoned wells. 7. r such proposals.	7. Unit Agreement Name: Drunkards Wash UTU-67921X			
	COTUED:	8.	Well Name and Nur	nber:		
I. Type of Well: OIL□ GAS⊠	LOTHER.		Utah 27-585	5		
2. Name of Operator:		9.	API Well Number:			
Phil	llips Petroleum Company		43-015-30	546		
3. Address and		10	. Field or Pool, or W	ldcat:		
Telephone Number: 6825 S. 5300	W. P.O. Box 851 Price, Utah 845	501 (435) 613-9777	Undesigna	ted		
Location of Well Footages: 332 FNL, 15 QQ, Sec., T., R., M.: NE/4 NW/4, Sec.	708' FWL ection 27, T16S, R08E, SLB&M		ounty: Emery ate: Utah	County		
CHECK APPROI	PRIATE BOXES TO INDICAT	E NATURE OF NOTICE, REP	ORT, OR O	THER DATA		
	ICE OF INTENT bmit in Duplicate)		SUBSEQUENT REPORT (Submit Original Form Only)			
☐ Abandon	□ New Construction	☐ Abandon *		New Construction		
		.				
□ Repair Casing	□ Pull or Alter Casing	□ Repair Casing		Pull or Alter Casing		
· · · · / · · · · · · · · ·	☐ Pull or Alter Casing☐ Recomplete	☐ Repair Casing☐ Change of Plans	_ _	Pull or Alter Casing Reperforate		
☐ Change of Plans		· · · · · · · · · · · · · · · · · · ·				
☐ Change of Plans	☐ Recomplete	☐ Change of Plans		Reperforate		
☐ Change of Plans ☐ Convert to Injection	☐ Recomplete ☐ Reperforate	☐ Change of Plans☐ Convert to Injection	e 🗆	Reperforate Vent or Flare		
☐ Change of Plans ☐ Convert to Injection ☐ Fracture Treat or Acidize	☐ Recomplete☐ Reperforate☐ Vent or Flare	☐ Change of Plans ☐ Convert to Injection ☐ Fracture Treat or Acidiz	e □	Reperforate Vent or Flare Water Shut-Off		
 □ Change of Plans □ Convert to Injection □ Fracture Treat or Acidize □ Multiple Completion 	☐ Recomplete ☐ Reperforate ☐ Vent or Flare ☐ Water Shut-Off	☐ Change of Plans ☐ Convert to Injection ☐ Fracture Treat or Acidiz ☑ Other Well R	e □	Reperforate Vent or Flare Water Shut-Off		
☐ Change of Plans ☐ Convert to Injection ☐ Fracture Treat or Acidize ☐ Multiple Completion ☐ Other	☐ Recomplete ☐ Reperforate ☐ Vent or Flare ☐ Water Shut-Off	☐ Change of Plans ☐ Convert to Injection ☐ Fracture Treat or Acidiz ☑ Other Well R ☐ Date of work completion	e □ Leport	Reperforate Vent or Flare Water Shut-Off Deletions to different reservoirs on WELL		

vertical depths for all markers and zones pertinent to this work.)

See Attached:

ORIGINAL

RECEIVED

AUG 1 2 2002

DIVISION OF THE GAS AND MINING

CONFIDENTIAL

13.

Name & Signature: Frankie Hathaway Officanki Hathaway

(This space for state use only)

DRUNKARDS WASH PROJECT **DAILY WELL REPORT**



UTAH

27-585

API NO: 43-015-30546

221' FNL, 1708' FWL

NENW SEC: 27 TWN 16S RNG: 08E

SPUD TIME/DATE: 7/30/2002 9:00:00 AM

TD TIME/DATE: 8/2/2002 3:00:00 AM

COUNTY: Emery **ELEVATION:**

7127

TD DEPTH: 4340

DRILLING CONTRACTOR: Pense Brothers Rig #9

ON-LINE TIME/DATE:

Bit Information

Type	<u>Size</u>	<u>In</u>	<u>Out</u>	Hours	Rotating Hours
Air Hammer	15 in	0.00	15.00	1	0.25
Air Hammer	11 in	15.00	445.00	4	3.5
Air Hammer	7 7/8	408.00	2810.00	19	14.25
Tri-cone	7 7/8in	2810.00	4340.00	32	19.5

Conductor Casing

Bore Hole Size: 15 in

Conductor From: 0.00

To: 15.00

Casing Description: 12 3/4in PE

Number of Joints: 1

Set @: 15.00

Cement: G + 2%S-1 + 1/4#/sk D-29

Amount:

Cement Report:

Surface Casing

Bore Hole Size: 11 in

To: 445.00 Surface Casing From: 15.00

Casing Description: 8 5/8 in 24#/ft J-55

Number of Joints: 15

Set @: 437.50

Cement: G + 2%S-1 + 1/4#/sk D-29

Amount: 175.00

Cement Report: r/up cementers, safety mtg, test lines, pump 45bbls ahead, mix & pump cement, displace w/

25bbls of 2% kcl, close valve @ 6:30pm 7/30/02, 12 bbls good cement to surface,

Production Casing

Bore Hole Size: 7 7/8 in

Prod.Casing From: 436.00 To: 4340.00

Casing Description: 5 1/2 in 17#/ft N-80

Number of Joints: 100

Length: 4290.00

Lead Cement 50/50 POZ, 8%D20, 10%D44, 2%S001, 1/4#/sk Amount: 200.00

Tail Cement: 10-1 RFC

Amount: 90.00

Cement Report: r/up cementers, safety mtg, test lines, pump 130bbls ahead, mix & pump cement, s/down,

drop plug, displace w/ 100bbls of 2 % kcl, plug down @ 6:25pm 8/02/02, no returns, lift

pressure ok

Float Equipment:

Centralizers ran on:

Drilling Data

DAY 1 7/31/2002

CUTRENT DEPTH 860 CURRENT OPERATIONS: drilling 7 7/8in hole ROTATING HRS: 6.25

7am-8:30am move on location.

8:30am-9am r/up & service equipment,

9am-10am spud @ 9am 7/30/02, drill & set 15ft of conductor, n/up to drill 11in hole,

10am-1:40pm drill 445ft of 11in hole,

1:40pm-2:15pm clean hole, pooh,

2:15pm-3pm rih w/ 8 5/8in guide shoe + 15jts of 8 5/8in csg, land @ 437.5ft,

3pm-5:15pm wait on cementers,

5:15pm-6:30pm r/up cementers, cement surface pipe, close valve @ 6:30pm 7/30/02, 12bbls good cement to surface.

6:30pm-11:30pm woc,

11:30pm-2:30am break loose, n/up bope & manifold,

2:30am-3:30am test bope,

3:30am-4:30am n/up to drill 7 7/8in hole, rih drill out cement,

4:30am-7am drill 7 7/8in hole to 860ft,

Estimated Daily Cost:



DAY 2 8/1/2002

CURRENT DEPTH 3260 CURRENT OPERATIONS: drilling @ 3260ft, ROTATING HRS: 17.7

7am-12pm drill 860-1610ft,

12pm-5pm drill 1610-2360ft,

5pm-7:45pm drill 2360-2810ft,

7:45pm-8:15pm condition hole,

8:15pm-11pm pooh,

11pm-1:40am rih w/ 7 7/8in tricone, collars, & drill rods,

1:40am-2am condition hole,

2am-6:30am drill 2810-3260ft,

6:30am-7am s/down to repair air line,

Estimated Daily Cost:



DAY 3 8/2/2002

CURRENT DEPTH 4340 CURRENT OPERATIONS: pooh to log, ROTATING HRS: 14.5

7am-9am repair hose,

9am-10am drill to 3290ft,

10am-12:30pm work on packing on drivehead,

12:30pm-4pm drill 3290-3620ft,

4pm-7pm drill 3620-3860ft,

7pm-12am drill 3860-4160ft.

12am-3am drill 4160-4340ft, td @ 3am 8/02/02,

3am-4am clean hole,

4am-7am pooh, pump 175bbls of 2% kcl @ 2500ft & 500ft,

Estimated Daily Cost:



DAY 4 8/3/2002

CURRENT DEPTH 4290 CURRENT OPERATIONS: making scraper run, ROTATING HRS: 0.00

7am-10am log well, release rig @10am 8/02/02,

10am-12:30pm r/down & move off, r/up workover, set racks & unload csg,

12:30pm-5pm rih w/ 5 1/2in float shoe + 100jts of 5 1/2in csg, land @ 4290ft,

5pm-5:45pm r/up cementers,

5:45pm-6:25pm cement longstring, plug down @ 6:25pm 8/02/02,

6:25pm-7:30pm r/down cementers, sdfn

Estimated Daily Cost:

UTAH 27-585 Page 2 of 3

STATE OF UTAH



D	11/10/01	LOF OIL CAS AND MINI	NG					
ט	1012101	OF OIL, GAS AND MINI	NG		5. Lease D	esignation a	nd Serial Number:	
					ML-4	8215		
CUNDBY NO	TICES	AND REPORTS ON	WE	115	6. If Indian,	Allottee or T	ribe Name:	
SUNDRING	IICES	AND REPORTS ON	**	LLS	N/A			
De catalogo this form for according to	المسيسم النماء	s, deepen existing wells, or to reenter plug	ned and	abandoned wells	7. Unit Agre	ement Nam	9:	
Use APPLICATION	FOR PERMI	T TO DRILL OR DEEPEN form for such pr	oposals	i.	Drun	kards W	ash UTU-67921X	
OU EL CACET	THER		-		8. Well Na	me and Num	ber:	
1. Type of Weil: OIL□ GAS⊠ (JIHEK.				Utah	27-585		
2. Name of Operator:					9. APIWe	l Number:		
Phillir	s Petrole	eum Company			43-	015-305	46	
3. Address and					10. Field or	Pool, or Wil	dcat:	
Telephone Number: 6825 S. 5300 W	. P.O. B	ox 851 Price, Utah 84501 (4	35) 6	13-9777	Unde	signated		
4. Location of Well 221' FNL, 1'		***				Emanu	Country	
Footages:	700 1 11	_			County: State:	Emery (Jounty	
QQ, Sec., T., R., M.: NE/4, NW/4	Section	127, T16S, R08E, SLB&M			State.	Utah		
		OXES TO INDICATE NA		E OF NOTICE, RI	EPORT	, OR O	THER DATA	
	E OF INTE		SUBSEQUENT REPORT (Submit Original Form Only)					
. □ Abandon		New Construction		Abandon *			New Construction	
□ Repair Casing		Pull or Alter Casing		Repair Casing			Pull or Alter Casing	
☐ Change of Plans		Recomplete		Change of Plans			Reperforate	
☐ Convert to Injection		Reperforate		Convert to Injection			Vent or Flare	
☐ Fracture Treat or Acidize		Vent or Flare		Fracture Treat or Acid			Water Shut-Off	
☐ Multiple Completion		Water Shut-Off	Ø		d Notice			
			Da	te of work completion				
☐ OtherApproximate date work will start _								
			col	Report results of Multiple C MPLETION OR RECOMPLET	ompletions ION REPOR	and Recomp T AND LOG	letions to different reservoirs or form.	1 WELL
			I . м	ust be accompanied by a cem	ent verificat	ion report.		

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Please be advised that the Utah 27-585 well was spud on 7/30/2002 at 9:00 A.M. Pense bros. Rig #9 Dry drill

RECEIVED ORIGINAL

AUG 1 2 2002

DIVISION OF CONFIDENTIAL

13.				
Name & Signature: <u>Frankie Hathaw</u>	ay Otrankie	Hathaway	Title: Operations Clerk-Development	Date: 8/8/02

(This space for state use only)

STATE OF UTAH

CONFIDENTIAL

DIVISION OF OIL	GAS AND	MINING

DIVIDION OF OUR CAS AND MININ	NG			
DIVISION OF OIL, GAS AND MININ	5. Lease Designation and Serial Number:			
	ML-48215			
SUNDRY NOTICES AND REPORTS ON	WELLS 6. If Indian, Allottee or Tribe Name:			
SONDICT NOTICEO AND INC. ONTO OIL	N/A			
Do not use this form for proposals to drill new wells, deepen existing wells, or to reenter plugg	ged and abandoned wells. 7. Unit Agreement Name:			
Use APPLICATION FOR PERMIT TO DRILL OR DEEPEN form for such pro	oposals. Drunkards Wash UTU-67921X			
Type of Well: OIL GAS DI OTHER:	Well Name and Number:			
Type of Well: OILLI GASIA OTHER:	Utah 27-585			
Name of Operator:	9. API Well Number:			
Phillips Petroleum Company	43-015-30546			
Address and	10. Field or Pool, or Wildcat:			
6825 S. 5300 W. P.O. Box 851 Price, Utah 84501 (43	35) 613-9777 Drunkards Wash			
Location of Well Footages: -332' FNL, 1708' FWL	County: Carbon County			
Footages: -332° FNL, 1708° FWL	State:			
NE/4 NW/4, Section 27, T16S, R08E, SLB&M	Utah			
1. CHECK APPROPRIATE BOXES TO INDICATE NAT	TURE OF NOTICE, REPORT, OR OTHER DATA			
NOTICE OF INTENT (Submit in Duplicate)	SUBSEQUENT REPORT (Submit Original Form Only)			
☐ Abandon ☐ New Construction	☐ Abandon * ☐ New Construction			
□ Repair Casing □ Pull or Alter Casing	☐ Repair Casing ☐ Pull or Alter Casing			
☐ Change of Plans ☐ Recomplete	☐ Change of Plans ☐ Reperforate			
☐ Convert to Injection ☐ Reperforate	☐ Convert to Injection ☐ Vent or Flare			
☐ Fracture Treat or Acidize ☐ Vent or Flare	☐ Fracture Treat or Acidize ☐ Water Shut-Off			
☐ Multiple Completion ☐ Water Shut-Off	☐ Other 1st Production Notification			
□ Other	Date of work completion			
Approximate date work will start				
	Report results of Multiple Completions and Recompletions to different reservoirs on WELL COMPLETION OR RECOMPLETION REPORT AND LOG form.			
	Must be accompanied by a cement verification report.			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS (Clearly state all pertinent details, and give pertinent dates. If well is directionally drilled, give subsurface locations and measured and true vertical depths for all markers and zones pertinent to this work.)

Please be advised that the Utah 27-585 showed first production on: 9/12/02

Gas production: 15 mcf Water production: 154 bbl

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SEP * 8 2002

OIL, GAS AND MINING SOME DENTIAL DIVISION OF

€						
13.		1				
Name & Signature	Frankie Hathaway	inki Hatt	(Au)(Au)	Title: Operations Clerk/Development	_ Date:	9/17/02
Name & Signature.	Trankie trainaway 7	4 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7				

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STATE OF UTAH

DIVISION OF OIL GAS AND MINING

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· ·		DIVISION O	E OTI	u, GAS ANL) 1411	MING			5. LEASE DESI	GNATION	AND SEKIAL NO.
DIV. OF OIL, GA	S & MINING								ML-482	215	
	OMPLETIC	ON OR RE	CORA	DI ETION	DE	DODT /	ANDI		6. IF INDIAN, A	LLOTTEE	OR TRIBE NAME
	OWIFLETI	011	C46		RE	PORTA	AND L		N/A		
Ia. TYPE OF WELL:		WELL	GAS WELL \(\bar{\bar{\bar{\bar{\bar{\bar{\bar{	DRY 🔲		Other			7. UNIT AGREE	MENT NA	ME
b. TYPE OF COMPLET NEW	work _		PLUG _	DIFF.					Drunkards	Wash 1	JTU-67921X
WELL	OVER	EN	BACK L	RESVR.		Other		_	8. FARM OR LE	ASE NAMI	Ξ
2. NAME OF OPERATO	R			9.81		**	* * * * * * .	*** * * * * * * * * *	Utah		
	Phillip	s Petroleum Co	ompan	y Š					9. WELL NO.	· · · · · · · · · · · · · · · · · · ·	
3. ADDRESS OF OPERA	ATOR			;		T		1	27-585		
6825 \$	S. 5300 W. P.C	. Box 851 Pric	e, Uta	h 84501 (435) 613	3-9777 -	HCD -	-	10. FIELD AND	POOL, OR	WILDCAT
4.	n	1:	(2			्रा	RED	<u> </u>	Drunka	rds Was	sh
LOCATION OF WELL (At surface			ny siate re			10-	19-03	2			OCK AND SURVEY
At top prod. interv		, 1708' FWL		\$('\$				į	31	Sec. 27	, T16S, R08E,
At total depth				**************************************		same and an experience	ي ي		SLB&M		
				14. API NO. 43-015-30	1546	DATE ISS	SUED 2/20/02		12. COUNTY Emery		13. STATE Utah
15. DATE SPUDDED	16. DATE T.D. I	REACHED 1	7. DATE C					, RT, GR, ETC.)		19 EI	EV. CASINGHEAD
7/30/02	8/2/02		9/12/0		or .	7127'		, ,		N/A	
20. TOTAL DEPTH, MD	& TVD 21	. PLUG BACK T.D., M	ID & TVD	22. IF N	MULTI	PLE COMPL.,		23. INTERV		TARY TOO	LS CABLE TOOLS
4340°		4290'			W MAI	N/A		DRILLEI	to	TD	N/A
24. PRODUCING INTER		·		,						2	5. WAS DIRECTIONAL
Ferron Coal - 7	Top Coal 3924'	& Bottom Co.	al 4032	2'							SURVEY MADE
								ELL CORED STEM TEST	YES NO		ibmit analysis) se reverse side)
Dual Induction	, Laterolog, SF	F, Caliper, Co	mp De	casing Reco						A (50	e reverse stacy
CASING SIZE	WEIGHT, LB./FT	DEPTH SET	(MD)	HOLE SIZE	T T	cepori un sirin		MENT RECOR	<u> </u>		AMOUNT PULLED
			()		- -			MENT RECOR			AMOUNT TOLLED
12 3/4"	Conductor	15'		15"	 	5 1 01	0.00/	10/ (7.11.0		***************************************	
8 5/8"	3:5 24#	438'		11"	_				1/4#/sk Flocel		
5 1/2"	N 8,0 17#	4290'		7 7/8"	-				% D-44, 2% S	-1 ,	
29.	LIN	ER RECORD			190	sks 10-1 R	30.	(tropic)	TUBING RE	CORD	
SIZE	TOP (MD)	воттом (мр)	SACKS CEMENT	T sc	REEN (MD)	SIZ	ЕГ	DEPTH SET (M		PACKER SET
	` ′	<u> </u>			\vdash					-,	
					-		2-7/	8"	4128'		N/A
31. PERFORATION REC	CORD (Interval, size and	number)			32.		ACI	D. SHOT, FRA	CTURE, CEMENT	SOUEEZI	EFTC
Ferron Coal Upper: 3924'- 392				4onf 51"		EPTH INTERVA			OUNT AND KIND		
	79', 3986'-3990', 4	012'-4014', 4016	'-4020',	4spf .51" 4026 '-4032'		per 3924'-3	0.741				
				4spf .51"		ver 3977'-4					4,239 gal fluid
					Lov	VCI 37//	+0.52	12,000#, 2)/40; 97,000#,	16/30;	53,301 gal fluid
						 					
33.					PRO	DUCTION			·		
DATE FIRST PRODUCT	ION PRODUC	TION METHOD (Flow	ing, gas lii	(t, pumpingsize and to					<u> </u>	WELL ST	ATUS (Producing or
9/12/02	Pumpi	ng - 2 1/2" x 2	" x 16	'RWAC		• *				shut-in) P	roducing
DATE OF TEST	HOURS TESTED	CHOKE SIZE		PROD'N. FOR TEST PERIOD		BBL.	GAS-	MCF.	WATER PBI	010	OLSO RATE
9/12/02	24hrs.		<u> </u>		N/A			33	42	$K \blacksquare$	JINAL
FLOW. TUBING PRESS 26	CASING PRESSU 26	RE CALCULATEI		OILBBL. N/A		GASMCF.	33	WATER-	BBL. 142		AVITI - API (CORR.)
34. DISPOSITION OF G		nted etc.)	>	14/74	r	TEST WITNE			144	N/A	<u>, </u>
J. DISI CONTON OF G		DLD				Kevin S					
35. LIST OF ATTACHM	ENTS								001	rini	CNITINI
										LIU	CIVIIHL
36 I hereby certify that the		, .	and correct	t as determined from all	l availat	ole records			<u> </u>	·	
SIGNED Kevin Sno	ow thenic	5. km		TITL	E_C	perations	Superin	tendent	DATI	10/4/	02

	ERS	I TRUE VERT. DEPTH						
	GEOLOGIC MARKERS	TOP MEAS.DEPTH	3737,	7616	4200'	3866'		
	38. GE	NAME	Blue Gete	Bentonite	Tununk Shale	Ferron Sandston		
	37 SUMMARY OF POROUS ZONES: (Show all important zones of porosity and contents thereof; cored intervals, and all drill-stem, tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures, and recoveries):	DESCRIPTION, CONTENTS, ETC.	Coals and Sandstones	Coal Interval: 3886-4032'				
Utah 27-585	mportant zones of pe cushion used, time t	BOTTOM	4032'					
WELL NUMBER:	NUS ZONES: (Show all ing depth interval tested,	TOP	3886					
	37 SUMMARY OF PORO drill-stem, tests, includir recoveries):	FORMATION	Ferron					



Re:

Notice of Address Change, Merger and Name Change Address Change effective December 2, 2002

Merger and Name Change effective December 31, 2002

Divisions of Oil, Gas, and Mining Attn: Mr. John Baza 1594 West North Temple, Suite 1210, P. O. Box 145801 Salt Lake City, UT 84114-5801

Gentlemen:

- Effective December 2, 2002, Phillips Petroleum Company will close its Englewood, Colorado Rocky Mountain Region office. After that time, all correspondence, notices and invoice for Land related matters should be directed to the address(es) noted below. Note that until December 31, 2002, all properties in which Phillips held an interest will continue to be operated by Phillips Petroleum Company, a wholly-owned subsidiary of ConocoPhillips.
- 2. On December 31, 2002, Phillips Petroleum Company and Conoco Inc. will merge, and the surviving corporation will be renamed "ConocoPhillips Company".

In accordance with the notice provisions of the Operating Agreements and other agreements, if any, between our companies, please adjust your company/organization records, effective for address purposes as of December 2, 2002, and for company name purposes, as of January 1, 2003, to reflect the following information for addressing and delivery of notices, invoicing and payment, and communications with ConocoPhillips Company. This will also apply to Lease Sale notices and other lease-related correspondence and notifications.

U.S. Mail Address:

ConocoPhillips Company P.O. Box 2197 Houston, Texas 77252 Attn: Chief Landman. San Juan/Rockies

Physical Address & Overnight Delivery:

ConocoPhillips Company 550 Westlake Park Blvd. Three Westlake Park 3WL, Room WL 9000 Houston, Texas 77079 Attn: Chief Landman, San Juan/Rockies

All ballots and official notices/responses sent by facsimile transmission should be sent to the following contact:

Attn: Chief Landman. San Juan/Rockies

Fax No.: 832-486-2688 or 832-486-2687

Please contact the undersigned immediately if you have any questions. This notice does not apply to royalty inquiries, joint interest billings, or revenue remittances. Please continue to use the same addresses you are currently using for these matters Willian Painbak

Sincerely,

RECLIVED

DEC 0 2 2002

DIVISION OF OIL, GAS AND MINING

STATE OF UTAH

DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING 5. LEASE DESIGNATION AND SERIAL NUMBER: 6. IF INDIAN, ALLOTTEE OR TRIBE NAME: SUNDRY NOTICES AND REPORTS ON WELLS 7. UNIT or CA AGREEMENT NAME: Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals. 8. WELL NAME and NUMBER: 1. TYPE OF WELL OTHER All OIL WELL GAS WELL See Attached List 2. NAME OF OPERATOR: 9. API NUMBER: Phillips Petroleum Company See List 3. ADDRESS OF OPERATOR: PHONE NUMBER: 10. FIELD AND POOL, OR WILDCAT: 980 Plaza Office CITY Bartlesville 74004 OK (918) 661-4415 4. LOCATION OF WELL COUNTY: FOOTAGES AT SURFACE: See Attached List OTR/OTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: STATE: **UTAH** CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA 11. TYPE OF SUBMISSION TYPE OF ACTION DEEPEN ACIDIZE REPERFORATE CURRENT FORMATION NOTICE OF INTENT (Submit in Duplicate) ALTER CASING FRACTURE TREAT SIDETRACK TO REPAIR WELL Approximate date work will start: **CASING REPAIR NEW CONSTRUCTION** TEMPORARILY ABANDON CHANGE TO PREVIOUS PLANS OPERATOR CHANGE **TUBING REPAIR** CHANGE TUBING PLUG AND ABANDON VENT OR FLARE SUBSEQUENT REPORT WATER DISPOSAL CHANGE WELL NAME PLUG BACK (Submit Original Form Only) **CHANGE WELL STATUS** PRODUCTION (START/RESUME) WATER SHUT-OFF Date of work completion: COMMINGLE PRODUCING FORMATIONS RECLAMATION OF WELL SITE OTHER: CONVERT WELL TYPE **RECOMPLETE - DIFFERENT FORMATION** DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. Conoco Inc. was merged into Phillips Petroleum Company, the surviving corporation, on December 31, 2002. In connection with this merger and effective on the same date, the name of the surviving corporation was changed to "ConocoPhillips Company". We are requesting that a new Operator Number be assigned to ConocoPhillips Company. Please send production reporting forms to Herb Henderson at ConocoPhillips Company, 315 S. Johnstone, 980 Plaza Office, Bartlesville, OK 74004. Herb's phone number is 918-661-4415. **Current Operator New Operator** Phillips Petroleum Company ConocoPhillips Company RECEIVED JAN 0 8 2003 Steve de Albuque que Yolanda Perez DIV. OF OIL, GAS & MINING NAME (PLEASE PRINT) Yolanda Perez Sr. Regulatory Analyst

(This space for State use only)

12/30/2002

DATE



SECRETARY'S CERTIFICATE

I, the undersigned, Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, formerly Phillips Petroleum Company, organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), hereby certify that:

- 1. As Assistant Secretary I am authorized to execute this certificate on behalf of the Corporation.
- 2. The attached photocopy of the Certificate of Amendment to the Restated Certificate of Incorporation of Phillips Petroleum Company (to be renamed ConocoPhillips Company) is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of January 1, 2003 and such Certificate of Amendment has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.
- 3. The attached photocopy of the Certificate of Merger of Conoco Inc. with and into ConocoPhillips Company is a true and correct copy as filed in the office of the Secretary of State of Delaware on the 12th day of December 2002, with an effective date of December 31, 2002 and such Certificate of Merger has not been modified, amended, rescinded or revoked and is in full force and effect as of the date hereof.

IN WITNESS WHEREOF, I have hereunto set my hand as Assistant Secretary and affixed the corporate seal of the Corporation this 7th day of January 2003.

nocoPhillips Company

STATE OF TEXAS

COUNTY OF HARRIS

This instrument was acknowledged before me on January 7, 2003, by Jennifer M. Garcia, Assistant Secretary of ConocoPhillips Company, a Delaware corporation, on behalf of said Corporation

RECEIVED

JAN 0 8 2003

DIV. OF OIL, GAS & MINING



The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "PHILLIPS PETROLEUM COMPANY", CHANGING ITS NAME FROM "PHILLIPS PETROLEUM COMPANY" TO "CONOCOPHILLIPS COMPANY", FILED IN THIS OFFICE ON THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:41 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11 O'CLOCK P.M.

JAN 0 8 2003

DIV. OF OIL, GAS & MINING



Warriet Smith Hindson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183360

DATE: 01-02-03

0064324 8100

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CERTIFICATE OF AMENDMENT

to the

RESTATED CERTIFICATE OF INCORPORATION

οf

PHILLIPS PETROLEUM COMPANY (to be renamed ConocoPhillips Company)

Phillips Petroleum Company ("Phillips"), a corporation organized and existing under the General-Corporation Law of the State of Delaware (the "DGCL"), hereby certifies that:

- 1. The amendments to Phillips' Restated Certificate of Incorporation set forth below were duly adopted in accordance with the provisions of Section 242 of the DGCL and have been consented to in writing by the sole stockholder of Phillips in accordance with Section 228 of the DGCL.
- 2. Phillips' Restated Certificate of Incorporation is hereby amended by deleting Article I thereof and replacing in lieu thereof a new Article I reading in its entirety as follows:

"The name of the corporation (which is hereinafter referred to as the "Corporation") is ConocoPhillips Company."

- 3. Phillips' Restated Certificate of Incorporation is hereby amended by deleting Section 1 of Article IV thereof and replacing in lieu thereof a new Section 1 reading in its entirety as follows:
 - "Section 1. The Corporation shall be authorized to issue 2,100 shares of capital stock, of which 2,100 shares shall be shares of Common Stock, \$.01 par value ("Common Stock")."
- 4. Pursuant to Section 103(d) of the DGCL, this amendment will become effective at 11:00 p.m., Eastern time, on December 31, 2002.

HOU03:884504.1

JAN 0 8 2003

DIV. OF OIL, GAS & MINING

IN WITNESS WHEREOF, Phillips has caused this certificate to be executed this 12th day of December, 2002.

PHILLIPS PETROLEUM COMPANY

Name: Rick A. Harrington

Senior Vice President, Legal, and General Counsel Title:

HOU03:884504.1

RECEIVED JAN 0 8 2003

DIV. OF OIL, GAS & MINING



The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CONOCO INC.", A DELAWARE CORPORATION,

WITH AND INTO "CONOCOPHILLIPS COMPANY" UNDER THE NAME OF "CONOCOPHILLIPS COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF DECEMBER, A.D. 2002, AT 1:44 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2002, AT 11:59 O'CLOCK P.M.

> **RECEIVED** JAN 0 8 2003

DIV. OF OIL, GAS & MINING



Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2183370

DATE: 01-02-03

0064324 B100M

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13:540ARTAB6 4F5 6749EF 16 DIVISION OF CORPORATIONS FILED 01:44 PM 12/12/2002 020763253 - 0064324

CERTIFICATE OF MERGER

of

Conoco Inc.
(a Delaware corporation)

with and into

ConocoPhillips Company (a Delaware corporation)

Phillips Petroleum Company, a Delaware corporation to be renamed ConocoPhillips Company prior to the effective time of this certificate of merger (the "Surviving Corporation"), in compliance with the requirements of the General Corporation Law of the State of Delaware (the "DGCL") and desiring to effect a merger of Conoco Inc., a Delaware corporation formerly incorporated under the name Du Pont Holdings, Inc. (the "Merging Corporation," and together with the Surviving Corporation, the "Constituent Corporations"), with and into the Surviving Corporation, and acting by its duly authorized officer, DOES HEREBY CERTIFY that:

First: As of the date hereof, the name and state of incorporation of each of the Constituent Corporations of the merger are as follows:

NAME

STATE OF INCORPORATION

PHILLIPS PETROLEUM COMPANY

Delaware

CONOCO INC.

Delaware

Second: An agreement and plan of merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251 of the DGCL;

Third: The name of the Surviving Corporation will be ConocoPhillips Company;

Fourth: The Certificate of Incorporation of ConocoPhillips Company immediately prior to the merger shall be the Certificate of Incorporation of the Surviving Corporation until such time as it may be amended in accordance with applicable law and the provisions thereof;

Fifth: The executed agreement and plan of merger is on file at an office of the Surviving Corporation, the address of which is 600 North Dairy Ashford, Houston, Texas 77079;

RECEIVED

JAN 0 8 2003

Sixth: A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation; and

Seventh: Pursuant to Section 103(d) of the DGCL, this certificate of merger will become effective at 11:59 p.m., Eastern time, on December 31, 2002.

Dated: December 12, 2002

PHILLIPS PETROLEUM COMPANY

(a Delaware corporation)

}

Name: Rick A. Harrington

Title: Senior Vice President, Legal, and General Counsel

JAN 0 8 2003

STATE OF UTAH
DEP'TMENT OF COMMERCE
EGISTRATION

CONOCOPHILLIPS COMPANY

EFFECTIVE
EXPIRATION
06/14/1946
*RENEWAL

REFERENCE NUMBER(S). CLASSIFICATION(S) & DETAIL(S)

Cot ation - Foreign - Profit
562960-0143

UNITED STATES CORP CO CONOCOPHILLIPS COMPANY GATEWAY TOWER EAST STE 900 10 EAST SOUTH TEMPLE SLC UT 84133

RECEIVED JAN 0 8 2003

NEWSTRUCK STREET STREET, STREE

DIV. OF OIL, GAS & MINING

STATE OF UTAH DEPARTMENT OF COMMERCE DIVISION OF CORPORATIONS & COMMERCIAL CODE

REGISTRATION

EFFECTIVE DATE:

06/14/1946

EXPIRATION DATE:

*RENEWAL

ISSUED TO:

CONOCOPHILLIPS COMPANY



REFERENCE NUMBER(S), CLASSIFICATION(S) & DETAIL(S)

562960-0143

Corporation - Foreign - Profit

*RENEWAL

You will need to renew your registration each anniversary date of the effective date. Exceptions: DBAs and Business Trusts renew every three (3) years from the effective date.

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30887-00-00	ANDREEN 32-529	Gas Well	APD	32	14	S	10	Ε
43-007-30865-00-00	COTNER 29-549	Gas Well	APD	29	14	S	10	Ε
43-007-30837-00-00	DALLIN 32-615	Gas Well	APD	32	13	S	9	Е
43-047-34551-00-00	FED 43-24-3 #1	Gas Well	APD	24	10	S	17	E
43-047-33982-00-00	FEDERAL 12-17 #1	Gas Well	APD	17	10		18	
43-047-34471-00-00	FEDERAL 12-29-7 1	Gas Well	APD	29	9	S	19	
43-047-34472-00-00	FEDERAL 31-31-6 1	Gas Well	APD	31	9	s	19	
43-007-30864-00-00	MCKENDRICK 29-548	Gas Well	APD	29	14	s	10	
43-015-30512-00-00	PPCO 19-379	Gas Well	APD	19	16			E
43-015-30515-00-00	PPCO 24-562	Gas Well	APD	24	16		8	Е
43-015-30548-00-00	PPCO 30-605	Gas Well	APD	30	16		9	E
43-007-30888-00-00	PRICE 32-438	Gas Well	APD	32	14		10	
43-007-30813-00-00	RITZAKIS 33-514	Gas Well	APD	33	13			Е
43-007-30766-00-00	RITZAKIS 33-516	Gas Well	APD	33	13			Е
43-007-30838-00-00	ROWLEY 32-616	Gas Well	APD	32	13		9	E
43-007-30863-00-00		Gas Well	APD	29	14		10	E
43-007-30797-00-00		Gas Well	APD	15	14		8	
43-007-30798-00-00		Gas Well	APD	15		S	8	
43-007-30799-00-00			APD	15	14		8	
43-007-30796-00-00	L		APD	22	14		8	F
43-007-30801-00-00			APD	22	14		8	F
43-007-30802-00-00			APD	22	14	s	8	F
43-007-30711-00-00		Gas Well	APD	9	15		8	E
43-015-30351-00-00		Gas Well	APD	11	16		9	E
43-015-30398-00-00			APD	12	16		9	F
43-015-30409-00-00		Gas Well	APD	12	16	S	9	F
43-007-30805-00-00			APD	14	14		8	Ē
43-007-30806-00-00			APD	14	14		9 8 8	Ē
43-007-30676-00-00			APD	15	15		8	F
43-015-30417-00-00			APD	21	16		9	F
43-015-30416-00-00			APD	21	16		9	F
43-015-30415-00-00			APD	21	16		9	F
43-007-30515-00-00			APD	31	15		10	
43-007-30835-00-00			APD	33	13		9	
43-007-30836-00-00			APD	33	13		9	
43-007-30803-00-00			APD	34	14		8	
43-007-30478-00-00			APD	5	15		9	
43-015-30411-00-00			APD	16	16		9	
43-015-30412-00-00			APD	16	16		9	
43-015-30412-00-00			APD	16	16		9	
43-015-30299-00-00			APD	18	16		9	
43-015-30299-00-00			APD	19	16		9	
				19	16		9	
43-015-30492-00-00 43-007-30891-00-00			APD APD	19	14		10	
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43-015-30414-00-00			APD	20	16		9	
43-015-30421-00-00			APD	20				
43-015-30518-00-00			APD	25	16		8	
43-015-30539-00-00			APD	25	16		8	
43-015-30540-00-00			APD	25	16		8	
43-007-30817-00-00			APD	25	13		9	
43-015-30543-00-00			APD	26	16		8	
43-015-30547-00-00			APD	29	16		9	
43-007-30889-00-00			APD	32	14		10	
43-007-30814-00-00	UTAH 35-506	Gas Well	APD	35	13	s	9	Ε

43-047-33750-00-00 FEDERAL 34-29 Gas Well P 29 9 S 19 E	d Rngn Rngd
43-007-30335-00-00 GIACOLETTO 11-113 Gas Well P	19 E
43-007-30407-00-00 GIACOLETTO 13-120 Gas Well P	8 E
43-007-30407-00-00 GIACOLETTO 13-120 Gas Well P	9 E
43-007-30345-00-00 GIACOLETTO 14-121 Gas Well P	9 E
43-007-30487-00-00 HELPER & ASSOC 07-307 Gas Well P 7 15 S 9 E 43-007-30459-00-00 HELPER & ASSOC 18-308 Gas Well P 18 15 S 9 E 43-007-30412-00-00 HELPER & ASSOC 18-308 Gas Well P 18 15 S 9 E 43-007-30412-00-00 HELPER & ASSOC 18-308 Gas Well P 18 15 S 9 E 43-007-30216-00-00 HELPER & ASSOC 18-308 Gas Well P 7 15 S 9 E 43-007-30286-00-00 HELPER & ASSOC 18-232 Gas Well P 7 15 S 9 E 43-007-30588-00-00 JENSEN 16-132 Gas Well P 7 15 S 9 E 43-007-30296-00-00 LDS 17-133 Gas Well P 17 15 S 10 E 43-007-30298-00-00 PERUCCI 25-461 Gas Well P 12 10 S <td>9 E</td>	9 E
43-007-30459-00-00 HELPER & ASSOC 18-236 Gas Well P 18 15 S 9 E	9 E
43-007-30412-00-00 HELPER & ASSOC 8-232 Gas Well P 8 15 S 9 E 43-007-30258-00-00 HELPER & ASSOCIATES 7-84 Gas Well P 7 15 S 9 E 43-007-302588-00-00 JENSEN 16-132 Gas Well P 16 15 S 10 E 43-007-30296-00-00 LDS 17-133 Gas Well P 31 14 S 9 E 43-007-30230-00-00 PARR 16-146 Gas Well P 17 15 S 10 E 43-007-3034286-00-00 PETES WASH 23-12 #1 Gas Well P 16 14 S 9 E 43-007-30748-00-00 PIERUCCI 25-461 Gas Well P 25 15 S 8 E 43-007-30749-00-00 PIERUCCI 25-462 Gas Well P 25 15 S 8 E 43-007-30745-00-00 PIERUCCI 26-463 Gas Well P 26 15 S	9 E
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	9 E
43-007-30518-00-00 RGC 28-319 Gas Well P 28 15 S 9 E	9 E
43-007-30509-00-00 RITZAKIS 03-408 Gas Well P 3 14 S 9 E	9 E
43-007-30473-00-00 RITZAKIS 5-304 Gas Well P 5 14 S 9 E	9 E
43-007-30474-00-00 RITZAKIS 5-305 Gas Well P 5 14 S 9 E	9 E
43-007-30475-00-00 RITZAKIS 8-298 Gas Well P 8 14 S 9 E	9 E
43-007-30479-00-00 RITZAKIS 8-299 Gas Well P 8 14 S 9 E	9 E
43-007-30476-00-00 RITZAKIS 8-300 Gas Well P 8 14 S 9 E	9 E
43-007-30374-00-00 ROBERTSON 32-127 Gas Well P 32 14 S 10 E	10 E
43-007-30610-00-00 SAMPINOS 16-131 Gas Well P 16 15 S 10 E	10 E
43-007-30723-00-00 SAMPINOS 16-454 Gas Well P 16 15 S 10 E	10 E
43-007-30765-00-00 SAMPINOS 16-521 Gas Well P 16 15 S 10 E	10 E
43-007-30800-00-00 SEELY 22-501 Gas Well P 22 14 S 8 E	8 E
43-007-30130-00-00 ST OF UT 25-9-1 Gas Well P 25 14 S 9 E	9 E
43-007-30142-00-00 ST OF UT 36-3-4 Gas Well P 36 14 S 9 E	9 E
43-007-30116-00-00 STELLA-HAMAKER 10-174 Gas Well P 10 15 S 8 E	8 E
43-007-30746-00-00 TABOR 23-468 Gas Well P 23 15 S 8 E	
43-007-30319-00-00 TELONIS 15-142 Gas Well P 15 14 S 9 E	
43-007-30322-00-00 TELONIS 16-145 Gas Well P 16 14 S 9 E	
43-007-30300-00-00 TELONIS 19-150 Gas Well P 19 14 S 9 E	
43-007-30299-00-00 TELONIS 19-151 Gas Well P 19 14 S 9 E	
43-007-30327-00-00 TELONIS 20-152 Gas Well P 20 14 S 9 E	9 E

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rnan	Rnad
43-007-30631-00-00	USA 13-419	Gas Well	Р	13	15		8	
43-007-30707-00-00	USA 13-447	Gas Well	Р	13	14			E
43-007-30706-00-00	USA 13-470	Gas Well	Р	13	14		8	E
43-007-30789-00-00	USA 13-474	Gas Well	Р	13	14		8	E
43-007-30790-00-00	USA 13-475	Gas Well	Р	13			8	E
43-007-30568-00-00	USA 13-91	Gas Well	Р	13	14	S	9	E
43-007-30404-00-00	USA 14-122	Gas Well	Р	14	14		9	E
43-015-30418-00-00	USA 1-425	Gas Well	Р	1	16		9	E
43-007-30579-00-00	USA 14-325	Gas Well	Р	14	15	S		E
43-007-30634-00-00	USA 14-386	Gas Well	P	14	15	S	8	E
43-007-30646-00-00	USA 14-416	Gas Well	Р	14	15		8	Е
43-007-30647-00-00	USA 14-417	Gas Well	Р	14	15		8	E
43-007-30791-00-00	USA 14-476	Gas Well	Р	14	14		8	E
43-007-30792-00-00	USA 14-477	Gas Well	Р	14	14		8	E
43-007-30529-00-00	USA 14-74	Gas Well	Р	14	14		9	
43-007-30263-00-00	USA 14-75	Gas Well	Р	14	14		9	
43-007-30450-00-00		Gas Well	P	15	14		9	
43-007-30423-00-00		Gas Well	P	15	14			Ē-
43-007-30690-00-00		Gas Well	P	15	15		8	
43-007-30691-00-00		Gas Well	P	15	15			E
43-007-30264-00-00		Gas Well	P	15	14			Ē
43-007-30422-00-00		Gas Well	P	17	14			E
43-007-30622-00-00		Gas Well	P	17	14		9	Ē
43-007-30618-00-00		Gas Well	P P	18	14			Ē
43-007-30417-00-00		Gas Well	Р	18	14			Ē
43-007-30619-00-00		Gas Well	P	18	14		9	
43-007-30393-00-00		Gas Well	P	19	15		10	
43-007-30392-00-00		Gas Well	P	19	15		10	
43-007-30448-00-00		Gas Well	Р	20	15		10	
43-007-30451-00-00		Gas Well	Р	20	15		10	
43-007-30590-00-00		Gas Well	P	20	15		10	
43-007-30591-00-00		Gas Well	P	20	15		10	
43-007-30424-00-00	·	Gas Well	P	21	14		9	
43-007-30425-00-00			P	21	14		9	
43-007-30426-00-00			Р	22	14		9	
43-007-30477-00-00			P	22	14		9	
43-007-30700-00-00			P	22	15		8	
43-007-30611-00-00			P	23	14		8	
43-007-30650-00-00			Р	23	15		8	
43-007-30704-00-00			P	23	15		8	
43-007-30503-00-00			P	23	15		8	
43-007-30793-00-00			Р	23	14		8	
43-007-30794-00-00			P	23	14		8	
43-007-30795-00-00			P	23	14		8	
43-007-30469-00-00			<u>'</u> P	24	14		8	
43-007-30612-00-00			P	24	14		8	
43-007-30613-00-00			P	24	14		8	
43-007-30651-00-00			P	24	15		8	
43-007-30648-00-00			P	24	15	1	8	
43-007-30048-00-00			P	24	14		8	
43-007-30708-00-00			P				8	
43-007-30652-00-00			-	24	15			
			P	24	15		8	
43-007-30505-00-00	<u> </u>		P	25	15		8	
43-007-30614-00-00	USA 20-393	Gas Well	P	26	14	<u>s</u>	8	

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	bawT	Rnan	Rnad
43-007-30430-00-00		Gas Well	Р	6	15		9	
43-007-30562-00-00		Gas Well	P	6	15		9	
43-007-30716-00-00		Gas Well	P	6	15		9	Ē
43-007-30409-00-00		Gas Well	P	7	15		9	Ē
43-007-30421-00-00		Gas Well	P	7	15		9	F
43-007-30411-00-00		Gas Well	Р	8	15		9	E E
43-007-30488-00-00		Gas Well	<u>.</u> P	8	15		9	E
43-015-30464-00-00		Gas Well	Р	8	16			E
43-015-30378-00-00			P	8	16			Ē
43-015-30379-00-00	<u> </u>		P	8	16			E
43-015-30380-00-00	L		P	8	16			E
43-007-30449-00-00			P	9	15			E
43-007-30561-00-00			P	9	15		9	
43-015-30300-00-00			P	9	16		9	
43-015-30407-00-00			P	9	16		9	
43-015-30397-00-00			P	9	16		9	
43-015-30408-00-00			P	9	16		9	
43-007-30580-00-00		Gas Well	P	9	15		10	
43-007-30560-00-00		Gas Well	P	9	15		10	
43-007-30605-00-00		Gas Well	P	9	15		10	
43-007-30657-00-00		Gas Well	P	9	15		10	
43-007-30722-00-00		Gas Well	P	10	15			E
		Gas Well	P	10	15			E
43-007-30298-00-00			P	10	15		9	E
43-007-30432-00-00		Gas Well	P		15			
43-007-30303-00-00		Gas Well		10	15		9	E E
43-007-30228-00-00		Gas Well	P	11 11	15		9	E
43-007-30229-00-00		Gas Well	Р	11				
43-007-30230-00-00		Gas Well	P P	11	15 15			E
43-007-30231-00-00		Gas Well	P		15			E
43-007-30467-00-00		Gas Well		1				E
43-007-30210-00-00			Р	12	15			E
43-007-30232-00-00			P	12	15		9	
43-007-30233-00-00			P	12	15		9	
43-007-30234-00-00			Р	12	15		9	
43-015-30493-00-00			Р	13	16		8	
43-015-30301-00-00			P	13	16			<u> </u>
43-007-30243-00-00			Р	13	15			E
43-007-30244-00-00			P	13				E
43-007-30245-00-00		Gas Well	P	13	15			E
43-007-30246-00-00		Gas Well	Р	13	15			E
43-007-30439-00-00		Gas Well	Р	13	14			E
43-007-30220-00-00	<u> </u>	Gas Well	Р	1	15			E
43-007-30221-00-00		Gas Well	P	1	15			E
43-007-30222-00-00		Gas Well	Р	1	15			Ε
43-007-30223-00-00	UTAH 1-45	Gas Well	P	1	15			E
43-015-30330-00-00	UTAH 14-551	Gas Well	Р	14	16			E
43-015-30331-00-00	UTAH 14-552	Gas Well	Р	14	16			E
43-007-30239-00-00		Gas Well	Р	14	15			E
43-007-30240-00-00	UTAH 14-62	Gas Well	Р	14				E
43-007-30241-00-00	UTAH 14-63	Gas Well	Р	14				E
43-007-30242-00-00	UTAH 14-64	Gas Well	P	14	15			E
43-015-30334-00-00	UTAH 15-553	Gas Well	Р	15	16		8	E
43-007-30416-00-00	UTAH 17-101	Gas Well	Р	17	15		10	
43-007-30277-00-00	UTAH 17-102	Gas Well	Р	17	15	S	10	E

API Well Number	Well Name		Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30255-00-00		Gas Well	Р	24			9	E
43-007-30256-00-00	UTAH 24-81	Gas Well	Р	24	15			Е
43-007-30267-00-00		Gas Well	Р	24	15			Ε
43-007-30375-00-00		Gas Well	Р	24	15			E
43-007-30227-00-00		Gas Well	Р	2	15		9	Е
43-007-30157-00-00		Gas Well	Р	25				E
43-007-30399-00-00	UTAH 25-134	Gas Well	Р	25	15	S	9	E
43-007-30400-00-00	UTAH 25-252	Gas Well	Р	25	15	S	9	E
43-007-30401-00-00	UTAH 25-253	Gas Well	Р	25	15	S		E
43-007-30402-00-00	UTAH 25-254	Gas Well	Р	25	15	S	9	E
43-007-30600-00-00	UTAH 25-389	Gas Well	Р	25	14		8	
43-007-30599-00-00	UTAH 25-390	Gas Well	Р	25	14		8	E
43-007-30658-00-00	UTAH 25-391	Gas Well	Р	25	14	S	8	E
43-007-30602-00-00	UTAH 25-392	Gas Well	Р	25	14	S	8	
43-007-30206-00-00	UTAH 25-4-33	Gas Well	Р	25	14	S	9	
43-015-30519-00-00	UTAH 25-577	Gas Well	Р	25	16	S	8	E
43-007-30156-00-00		Gas Well	Р	25	14			Ē
43-007-30204-00-00		Gas Well	Р	26	14			Ē
43-007-30205-00-00		Gas Well	Р	26	14		9	
43-007-30181-00-00		Gas Well	P	26	14		9	E
43-007-30446-00-00		Gas Well	Р	26	15		9	
43-007-30445-00-00		Gas Well	Р	26	15		9	E
43-007-30444-00-00		Gas Well	Р	26	15		9	E
43-007-30514-00-00		Gas Well	Р	26	15		9	E
43-015-30541-00-00		Gas Well	Р	26	16		8	
43-015-30542-00-00		Gas Well	P	26	16		8	Ē
43-015-30544-00-00			Р	26	16		8	E
43-007-30202-00-00		Gas Well	Р	26	14			E
43-007-30395-00-00			Р	27	14			E
43-007-30292-00-00			P	27	14			Ē
43-007-30457-00-00			P	27	15			Ē
43-007-30458-00-00			P	27	15			E
43-007-30712-00-00			P	27	14		8	
43-007-30714-00-00			P	27	14		8	
43-007-30777-00-00			P	27	14		8	
43-015-30545-00-00			<u>,</u> Р	27	16		8	
43-007-30193-00-00			P	27	14		9	
43-007-30186-00-00			P	27	14		9	
43-007-30396-00-00			P	28	14		9	
43-007-30397-00-00			P	28	14		9	
43-007-30293-00-00			Þ	28	14		9	
43-007-30294-00-00			P	28	14		9	
43-007-30294-00-00		-	P	28	15		9	
43-007-30551-00-00			P	28	15		9	
43-007-30300-00-00			P	29	14		9	
43-007-30403-00-00			P	29	14		9	
43-007-30739-00-00			P	29	15		9	
43-007-30740-00-00			P P	29	15		9	
43-007-30741-00-00			P	29	15		9	
							9	
43-007-30742-00-00			P	29	15			
43-007-30262-00-00	· · · · · · · · · · · · · · · · · · ·		P	30	14		10	
43-007-30185-00-00			Р	30	14		10 9	
43-007-30265-00-00			P	30	14			
43-007-30344-00-00	U I AH 3U-196	Gas Well	Р	30	14	S	9	ᄃ

API Well Number	Well Name	Well Type	Well Status	Sec	Twpn	Twpd	Rngn	Rngd
43-007-30178-00-00	UTAH 36-1-2	Gas Well	Р	36	14	S	9	E
43-007-30341-00-00	UTAH 36-135	Gas Well	Р	36	15	S	9	E
43-007-30343-00-00	UTAH 36-136	Gas Well	Р	36	15	S	9	Ε
43-007-30342-00-00	UTAH 36-137	Gas Well	Р	36	15	S	9	Е
43-007-30315-00-00	UTAH 36-162	Gas Well	Р	36	14	S	8	
43-007-30316-00-00	UTAH 36-163	Gas Well	Р	36	14	S	8	
43-007-30317-00-00	UTAH 36-164	Gas Well	Р	36	14	S	8	
43-007-30318-00-00	UTAH 36-165	Gas Well	Р	36	14	S	8	
43-007-30144-00-00	UTAH 36-9-5	Gas Well	Р	36	14	S	9	E
43-015-30341-00-00	UTAH 4-280	Gas Well	Р	4	16	S	9	
43-015-30342-00-00	UTAH 4-282	Gas Well	Р	4	16	S	9	
43-007-30384-00-00	UTAH 5-205	Gas Well	Р	5	15	S	9	
43-007-30269-00-00	UTAH 5-94	Gas Well	P	5	15	S	10	E
43-007-30270-00-00	UTAH 5-95	Gas Well	Р	5	15	S	10	
43-007-30271-00-00	UTAH 5-96	Gas Well	Р	5	15	S	10	E
43-007-30217-00-00	UTAH 6-38	Gas Well	Р	6	15	S	10	Ε
43-007-30218-00-00	UTAH 6-39	Gas Well	Р	6	15	S	10	E
43-007-30219-00-00	UTAH 6-40	Gas Well	Р	6	15	S	10	E
43-007-30254-00-00	UTAH 6-41	Gas Well	Р	6	15	S	10	E
43-007-30235-00-00	UTAH 7-57	Gas Well	Р	7	15	S	10	
43-007-30236-00-00	UTAH 7-58	Gas Well	Р	7	15	S	10	E
43-007-30237-00-00	UTAH 7-59	Gas Well	Р	7	15	S	10	E
43-007-30238-00-00		Gas Well	Р	7	15	S	10	E
43-007-30275-00-00	UTAH 8-100	Gas Well	Р	8	15		10	
43-007-30410-00-00	UTAH 8-230	Gas Well	Р	8	15	S	9	E
43-007-30272-00-00		Gas Well	Р	8	15	S	10	E
43-007-30285-00-00		Gas Well	Р	8	15	S	10	E
43-007-30274-00-00		Gas Well	P	8	15		10	E
43-007-30413-00-00		Gas Well	Ρ	9	15		9	
43-007-30414-00-00			P	9	15		9	_
43-007-30279-00-00		Gas Well	P	30	14	S	10	E
	WOOLSTENHULME 05-266	Gas Well	Р	5	15		10	E
43-015-30250-00-00	UTAH 16-110	Gas Well	Shut_In	16	16	s	9	E



United States Department of the Interior

BUREAU OF LAND MANAGEMENT Eastern States Office 7450 Boston Boulevard Springfield, Virginia 22153

IN REPLY REFER TO 3106.8(932.34)WF

January 16, 2003

NOTICE

ConocoPhillips Company P.O. Box 7500 Bartlesville, Oklahoma 74005 Oil & Gas Leases

Merger/Name Change Recognized

Acceptable evidence was received in this office on January 14, 2003, concerning the change of name of Phillips Petroleum Company to ConocoPhillips Company and the merger of Conoco Incorporated into ConocoPhillips Company on Federal oil and gas leases, with ConocoPhillips Company being the surviving entity.

The Secretary of the State of Delaware certified the effective date of this merger effective December 31, 2002.

The oil and gas lease files identified on the enclosed exhibit have been noted to the merger. The exhibit was compiled from a list of leases obtained from your list of leases. Eastern States has not abstracted the lease files to determine if the entities affected by this merger hold an interest in the leases identified nor have we attempted to identify leases where the entities are the operator on the ground maintaining no vested record title or operating rights interest. We are notifying the Minerals Management Service and all applicable Bureau of Land Management offices of this merger and name change by a copy of this notice. If additional documentation for changes of operator are required by our Field Offices, you will be contacted by them.

If you identify other leases in which the merging entity maintain an interest, please contact this office and we will appropriately document those files with a copy of this Notice.

By Operation of law the name of the principal on Nationwide Oil and Gas Bond held by Conoco Incorporated (ES0085) has been changed to ConocoPhillips Company.

If you have any questions, please contact Bill Forbes at 703-440-1536.

Showheat Bitaber

Wilbert B. Forbes
Land Law Examiner
Branch of Use Authorization
Division of Resources Planning, Use
and Protection

OF GINAL

FOI	TIM 5	SIA	IE OF UTAH		• • • • • • • • • • • • • • • • • • • •			
	DIVIS	ION OF C	OIL, GAS AND MIN	IING				
						5. Lease Designation and Seria	ıl Numb	per:
						ML-48215		
	SUNDRY NOTIC	ES AND	REPORTS ON	1 Mi	ELLS	6. If Indian, Allottee or Tribe Na	me:	
						N/A		
	Do not use this form for proposals to drill nev		existing wells, or to reenter plu LL OR DEEPEN form for such			7. Unit Agreement Name:		
			O CO 1 Special	proposa	is.	Drunkards Wash 8. Well Name and Number:	<u>UTU</u>	<u>67921X</u>
1. Ty _l	pe of Well: OIL 🗆 GAS 🖄 OTHER:					Utah 27-585		
2. Na	me of Operator: Phillips P	etroleum C	Company	1 L.		9. API Well Number: 43-015-30546		
3. Ad	idress and Telephone Number:					10. Field or Pool, or Wildcat:	—	
	6825 South	5300 West,	P.O. Box 851, Price, U	JT 84 :	501 (435) 613-9777	Drunkards Was	sh	
4. Loc Foota	cation of Well ages: 221' FNL,1708' F	WL				County: Emery Count	nv.	
	Sec., T., R., M.: NE /NW SEC. 27		NA SIB & M			State:	y	
						Utah		
11. C	HECK APPROPRIATE BOXE	ES TO INI	DICATE NATURE	OF N	IOTICE, REPORT	, OR OTHER DATA	i	
	NOTICE OF I				\$	SUBSEQUENT REPORT (Submit Original Form Only)		
	Abandon		New Construction	1	Abandon *	(Submit Original Form Only)		New Construction
	Repair Casing	_	Pull or Alter Csg		Repair Casing			Pull or Alter Csg
		_	Recomplete	1 -	Change of Plans			Reperforate
	Convert to Injection	_	Reperforate		Convert to Injection			Vent or Flare
	Fracture Treat or Acidize		Vent or Flare		Fracture Treat or Acid	dize	_	Water Shut-Off
	Multiple Completion		Water Shut-Off			I/Flush Treatment	_	Trator Ondi On
	Other				te of work completion	01/23/03		
Аp	proximate date work will start			1				
				Re CO	port results of Multiple Comple MPLETION OR RECOMPLETI	etions and Recompletions to differ	ent res	ervoirs on WELL
					fust be accompanied by a cem-			
							—	
12. DI vertica	ESCRIBE PROPOSED OR COMPLETED OPERA all depths for all markers and zones pertinent to this	TIONS (Clearly s work.)	state all pertinent details, and g	give pert	inent dates. If well is directions	ally drilled, give subsurface location	ns and	d measured and true
	Please be advised that	the above	referenced well was	chem	ically treated with 40	000 gallons of low Ph	fluid	1 &
	250 gallons of 4% HC	L on 01/23	/03.		• • • • • • • • • • • • • • • • • • • •			
	8							

RECEIVED FEB 0 4 2003

DIV. OF OIL, GAS & MINING

13.				
Name & Signature: Lynnette Allred Alled	Title:	Administrative Assistant	_ Date:	01/31/03
(This space for state use only)				

OPERATOR CHANGE WORKSHEET

1. GLH 2. CDW

3. FILE

Change of Operator (Well Sold)

5. If **NO**, the operator was contacted contacted on:

Designation of Agent/Operator

Operator Name Change

X Merger

The operator of the well(s) listed below has changed,	effective:	12-31-02				
FROM: (Old Operator):		TO: (New Op	erator):			
PHILLIPS PETROLEUM COMPANY	1	CONOCOPHIL	LIPS COM	IPANY		
Address: 980 PLAZA OFFICE	1	Address: P O B	OX 2197, V	WL3 4066		
	1					
BARTLESVILLE, OK 74004]	HOUSTON, T				
Phone: 1-(918)-661-4415]	Phone: 1-(832)-				
Account No. N1475		Account No.	N2335			
CA No.		Unit:				
WELL(S)						
	SEC TWN	API NO	ENTITY	LEASE	WELL	WELL
NAME	RNG		NO	TYPE	TYPE	STATUS
UTAH 13-376	13-16S-08E	43-015-30493	13602	STATE	GW	P
PPCO 15-555 (CA UTU-80451)	15-16S-08E	43-015-30494	13619	FEE	GW	P
UTAH 22-569	22-16S-08E	43-015-30535	13556	STATE	GW	P
UTAH 22-571	22-16S-08E	43-015-30537	13557	STATE	GW	DRL
PPCO 24-562	24-16S-08E	43-015-30515	99999	FEE	GW	APD
UTAH 25-578	25-16S-08E	43-015-30539	99999	STATE	GW	APD
UTAH 25-579	25-16S-08E	43-015-30540	99999	STATE	GW	APD
UTAH 25-576	25-16S-08E	43-015-30518	99999	STATE	GW	APD
UTAH 26-582	26-16S-08E	43-015-30543	99999	STATE	GW	APD
UTAH 27-585	27-16S-08E	43-015-30546	13558	STATE	GW	DRL
UTAH 34-517	34-16S-08E	43-015-30487	13259	STATE	GW	DRL
UTAH 34-599	34-16S-08E	43-015-30563	99999	STATE	GW	NEW
UTAH 34-598		43-015-30564		STATE	GW	NEW
UTAH 34-600		43-015-30565		STATE	GW	NEW
UTAH 34-596		43-015-30525		STATE	GW	NEW
UTAH 36-592		43-015-30526		STATE	GW	NEW
UTAH 36-593		43-015-30527		STATE	GW	NEW
UTAH 36-611		43-015-30557		STATE	GW	NEW
UTAH 36-610		43-015-30558		STATE	GW	NEW
USA 11-313	11-16S-09E	43-015-30351	99999	FEDERAL	GW	APD
OPERATOR CHANGES DOCUMENTATION Enter date after each listed item is completed 1. (R649-8-10) Sundry or legal documentation was received	from the FOR	MER operator	on:	01/08/2003	_	
2. (R649-8-10) Sundry or legal documentation was received			01/08/2003	=	950 AP1	02/03/2003
3. The new company has been checked through the Departm	ient of Comm	ierce, Division (oi Corpora	uons Datab	ase VIII	02/03/2003
4. Is the new operator registered in the State of Utah:	YES	Business Numb	oer:	562960-014	3	

6. (I	R649-9-2) Waste Management Plan has been received on:	IN PLACE		
7.	Federal and Indian Lease Wells: The BLM and or operator change for all wells listed on Federal or Indian		•	ange,
8.	Federal and Indian Units: The BLM or BIA has approved the successor of unit open	erator for wells listed on:	01/14/2003	
9.	Federal and Indian Communization Agreeme The BLM or BIA has approved the operator for all wells	•	01/14/2003	
10.	Underground Injection Control ("UIC") for the enhanced/secondary recovery unit/project for the w		ved UIC Form 5, Transfer of ed on: N/A	Authority to Inject,
DA	TA ENTRY:			
1.	Changes entered in the Oil and Gas Database on:	02/13/2003		
2.	Changes have been entered on the Monthly Operator Changes	ange Spread Sheet on:	02/13/2003	
3.	Bond information entered in RBDMS on:	N/A		
4.	Fee wells attached to bond in RBDMS on:	N/A		
ST .	ATE WELL(S) BOND VERIFICATION: State well(s) covered by Bond Number:	8140-60-24		
	DERAL WELL(S) BOND VERIFICATION: Federal well(s) covered by Bond Number:	8015-16-69		
	DIAN WELL(S) BOND VERIFICATION: Indian well(s) covered by Bond Number:	N/A		
	E WELL(S) BOND VERIFICATION: (R649-3-1) The NEW operator of any fee well(s) listed co	vered by Bond Number	6196922	
	The FORMER operator has requested a release of liability. The Division sent response by letter on:	from their bond on: N/A	N/A	
3. (ASE INTEREST OWNER NOTIFICATION: R649-2-10) The FORMER operator of the fee wells has been their responsibility to notify all interest owners of this characteristics.		ned by a letter from the Divisi	on
СО	MMENTS:			